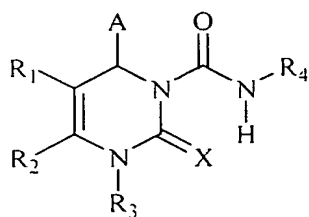


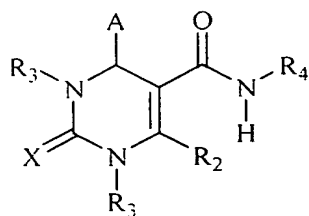
What is claimed is:

1. A compound having the structure:

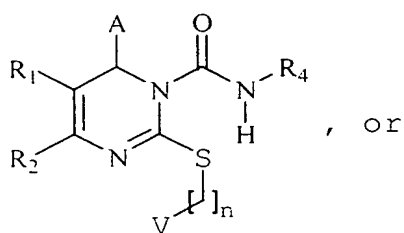
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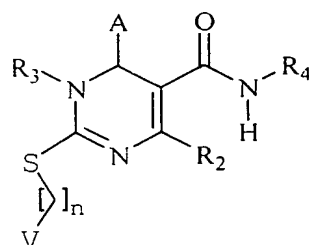
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, or

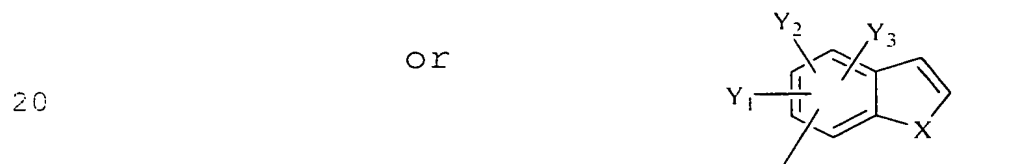
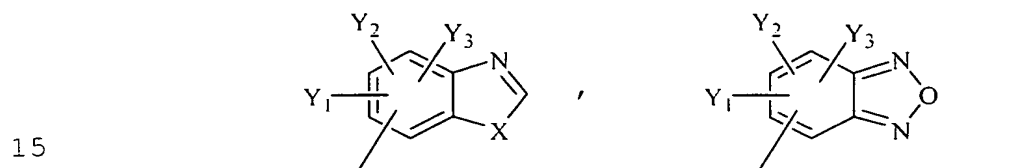
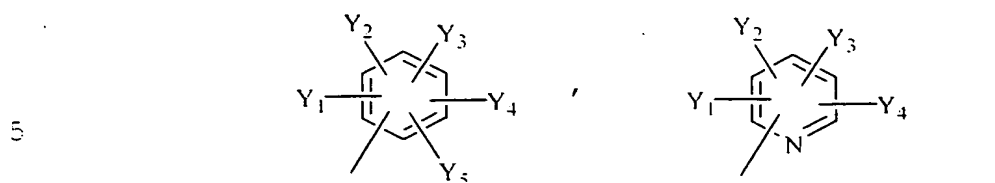


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25

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wherein A is



25 wherein each of Y<sub>1</sub>, Y<sub>2</sub>, Y<sub>3</sub>, Y<sub>4</sub> and Y<sub>5</sub> is independently -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -F, -Cl, -Br, or -I; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; -OR<sub>3</sub>, -OCOR<sub>3</sub>, -COR<sub>3</sub>, -CON(R<sub>3</sub>)<sub>2</sub>, or -COOR<sub>3</sub>; or any two of Y<sub>1</sub>, Y<sub>2</sub>, Y<sub>3</sub>, Y<sub>4</sub> and Y<sub>5</sub> present on adjacent carbon atoms can constitute a methylenedioxy group;

30

wherein each X is independently S; O; or NR<sub>3</sub>;

35 wherein R<sub>1</sub> is -H; -NO<sub>2</sub>; -CN; straight chained or

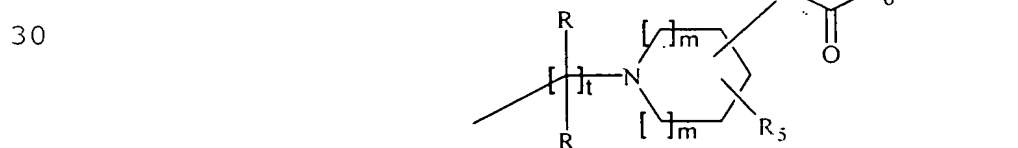
5 branched  $C_1-C_7$  alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched  $C_1-C_7$  alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;  $-N(R_3)_2$ ;  $-OR_3$ ;  $-(CH_2)_pOR_3$ ;  $-COR_3$ ;  $-CO_2R_3$ ;  $-CON(R_3)_2$  or  $-CO_2(CH_2)_nV$ ;

10 wherein  $R_2$  is  $-H$ ; straight chained or branched  $C_1-C_7$  alkyl, hydroxyalkyl, alkoxyalkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched  $C_2-C_7$  alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;  $C_3-C_{10}$  cycloalkyl- $C_1-C_{10}$ -alkyl,  $C_3-C_{10}$  cycloalkyl- $C_1-C_{10}$ -monofluoroalkyl or  $C_3-C_{10}$  cycloalkyl-  
15  $C_1-C_{10}$ -polyfluoroalkyl;  $-CN$ ;  $-CH_2XR_3$ ,  $-CH_2X(CH_2)_pNHR_3$ ,  $-(CH_2)_nNHR_3$ ,  $-CH_2X(CH_2)_pN(R_3)_2$ ,  $-CH_2X(CH_2)_pN_3$ , or  $-CH_2X(CH_2)_pNHCXR_7$ ;  $-OR_3$ ; or wherein  $R_1$  and  $R_2$  together form a lactone ring;

20 wherein each  $R_3$  is independently  $-H$ ; straight chained or branched  $C_1-C_7$  alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched  $C_1-C_7$  alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or  
25 cycloalkenyl;

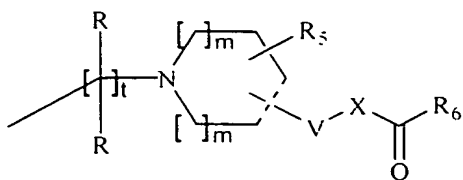
wherein  $R_4$  is

(i)



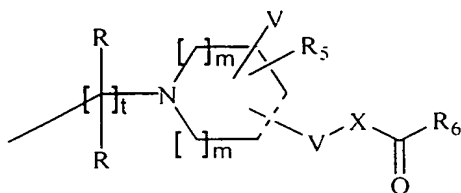
35

(ii)



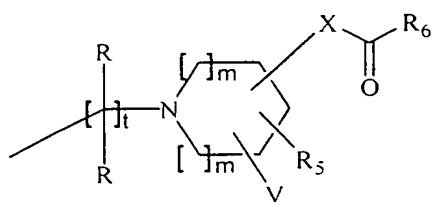
5

(iii)



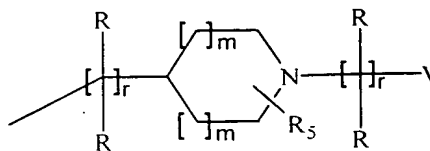
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(iv)



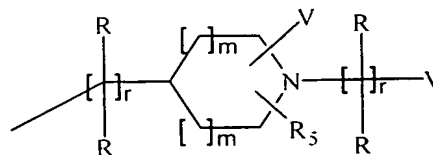
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(v)



25

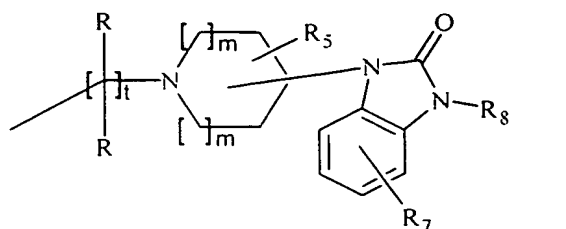
(vi)



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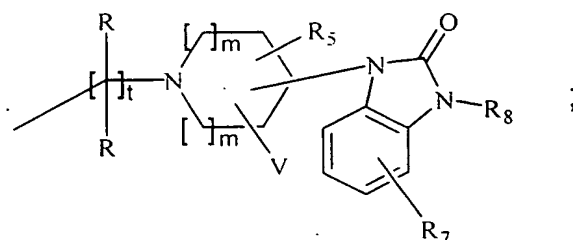
35

(vii)



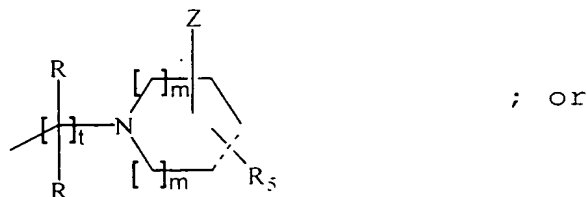
5

(viii)



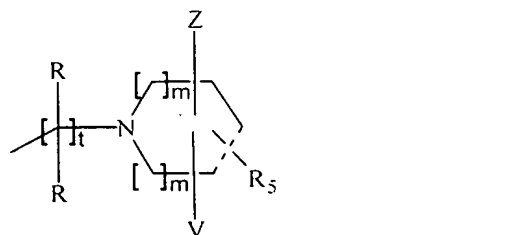
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(ix)



15

(x)



20

25

wherein the dashed line represents a single bond or a double bond;

30

wherein each R is independently -H; -F; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -CO<sub>2</sub>R<sub>3</sub>; -OR<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

35

wherein each V is independently aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I;

COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
-SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or branched  
C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl,  
aminoalkyl, or carboxamidoalkyl; straight chained or  
5 branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl;

wherein each R<sub>5</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight chained  
10 or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>1</sub>-C<sub>7</sub>  
alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>;  
15 -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, wherein the aryl or  
heteroaryl is optionally substituted with one or more  
F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
-N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight  
20 chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>1</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl;

wherein R<sub>6</sub> is -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub>  
25 alkyl, monofluoroalkyl or polyfluoroalkyl; straight  
chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub>  
cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl  
or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -  
30 CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, optionally  
substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>;  
-CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
-N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight  
35 chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;

straight chained or branched  $C_2-C_7$  alkenyl,  $C_1-C_7$  alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

5 wherein  $R_7$  is H; F; Cl; Br; I;  $-NO_2$ ;  $-N_3$ ;  $-CN$ ; straight chained or branched  $C_1-C_7$  alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched  $C_1-C_7$  alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or  
10 cycloalkenyl;  $-N(R_3)_2$ ;  $-OR_3$ ;  $-(CH_2)_pOR_3$ ;  $-COR_3$ ;  $-CO_2R_3$ ; or  $-CON(R_3)_2$ ;

wherein  $R_8$  is independently straight chained or branched  $C_1-C_7$  alkyl, monofluoroalkyl or  
15 polyfluoroalkyl; straight chained or branched  $C_2-C_7$  alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

20 wherein Z is naphthyl, quinoliny, isoquinoliny, quinazoliny, phthalaziny, quinoxaliny, indoly, benzo[b]furany, or benzo[b]thiopheny; wherein the naphthyl, quinoliny, isoquinoliny, quinazoliny, phthalaziny, quinoxaliny, indoly, benzo[b]furany,  
25 or benzo[b]thiopheny may be substituted with one or more F; Cl; Br; I;  $COR_3$ ;  $CO_2R_3$ ;  $-CON(R_3)_2$ ; CN;  $-NO_2$ ;  $-N(R_3)_2$ ;  $-OR_3$ ;  $-SR_3$ ;  $(CH_2)_qOR_3$ ;  $(CH_2)_qSR_3$ ; straight chained or branched  $C_1-C_7$  alkyl, monofluoroalkyl, polyfluoroalkyl,  
30 aminoalkyl, or carboxamidoalkyl; straight chained or branched  $C_2-C_7$  alkenyl,  $C_2-C_7$  alkynyl;  $C_3-C_7$  cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

35 wherein each m is independently an integer from 0 to

3 inclusive;

wherein each n is independently an integer from 0 to 5 inclusive;

5

wherein each p is independently an integer from 1 to 7 inclusive;

wherein q is an integer from 1 to 3 inclusive;

10

wherein r is an integer from 0 to 3 inclusive;

wherein t is an integer from 2 to 6 inclusive;

15

or a pharmaceutically acceptable salt thereof.

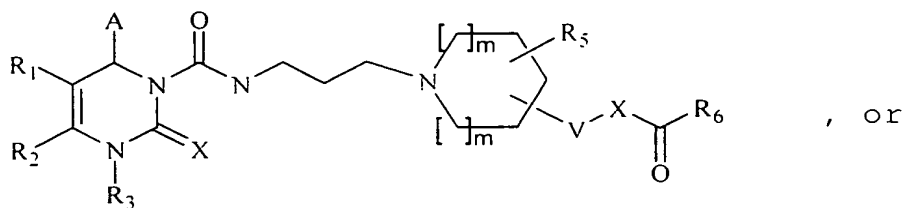
2. A (+) enantiomer of the compound of claim 1.

3. A (-) enantiomer of the compound of claim 1.

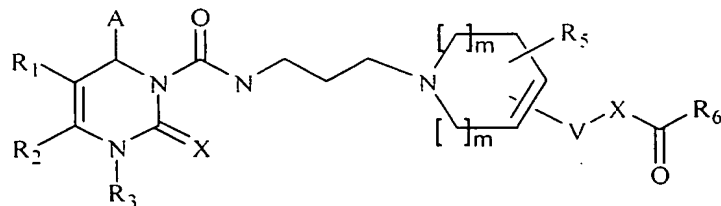
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4. The compound of claim 1 having the structure:

25



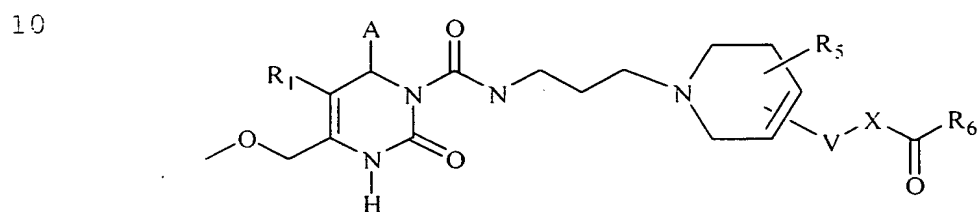
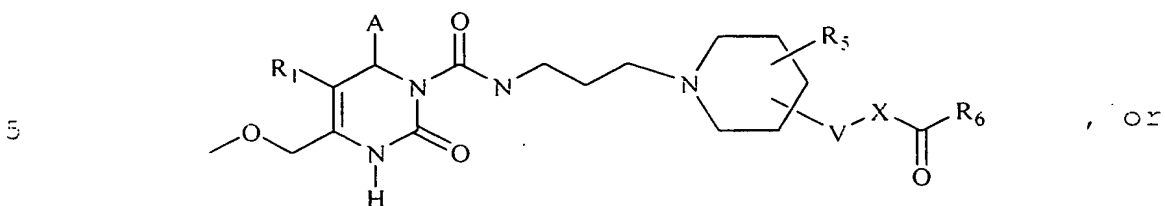
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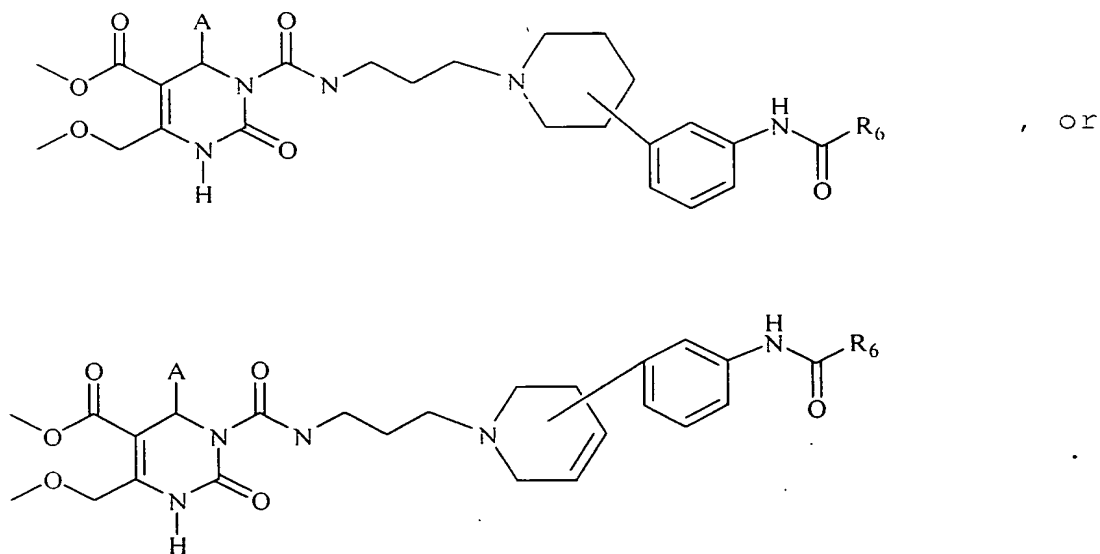
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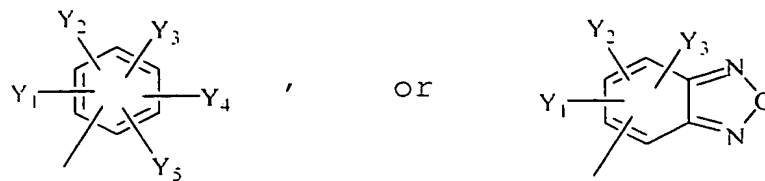
5. The compound of claim 4 having the structure:



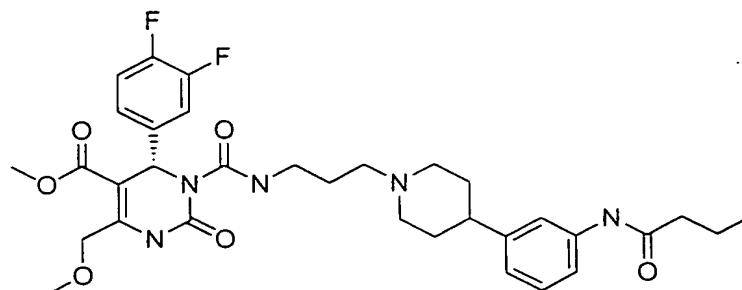
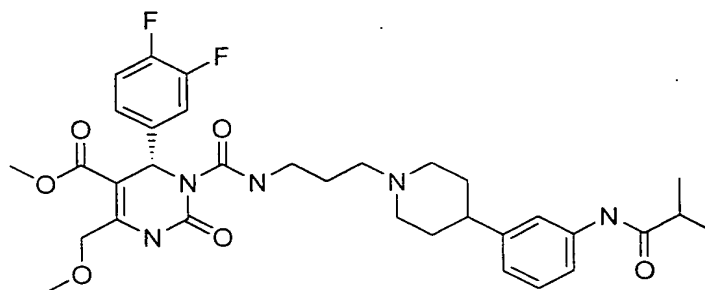
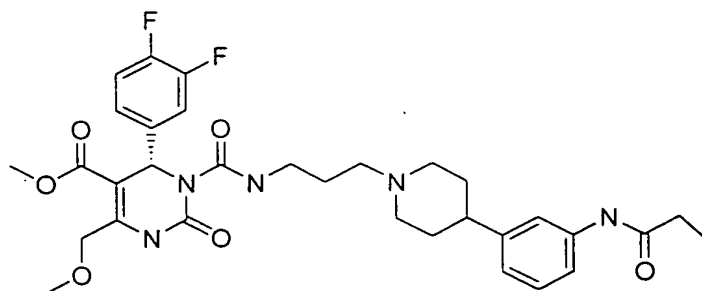
6. The compound of claim 5, having the structure:



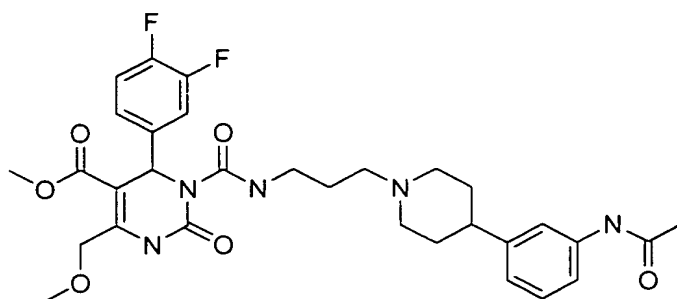
7. The compound of claim 6, wherein A is



8. The compound of claim 7, wherein the compound is

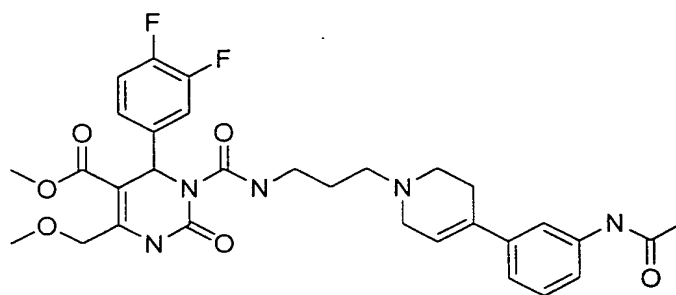


5



; or

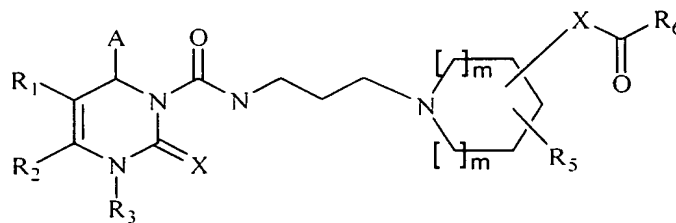
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15

9. The compound of claim 1, wherein the compound has the structure:

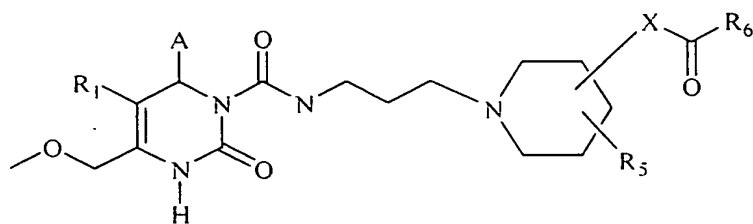
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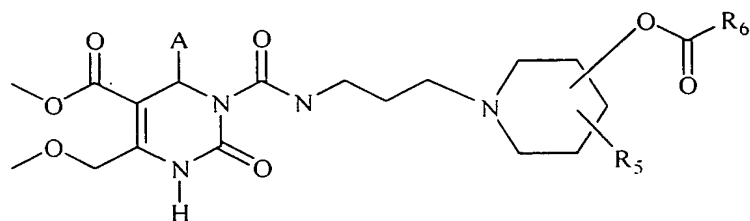
10. The compound of claim 9, wherein the compound has the structure:

30

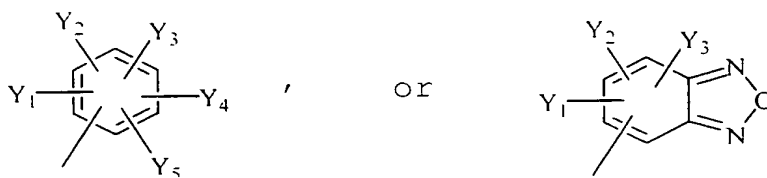


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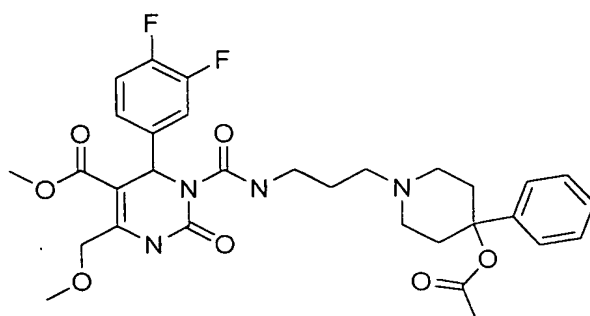
11. The compound of claim 10, wherein the compound has the structure:



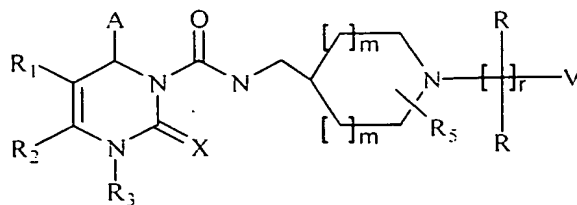
12. The compound of claim 11, wherein A is



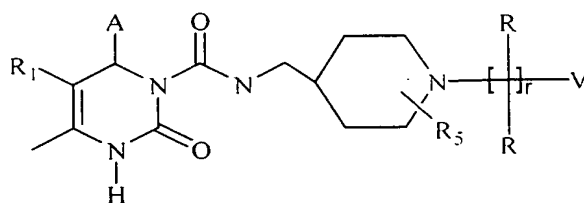
13. The compound of claim 12 having the structure:



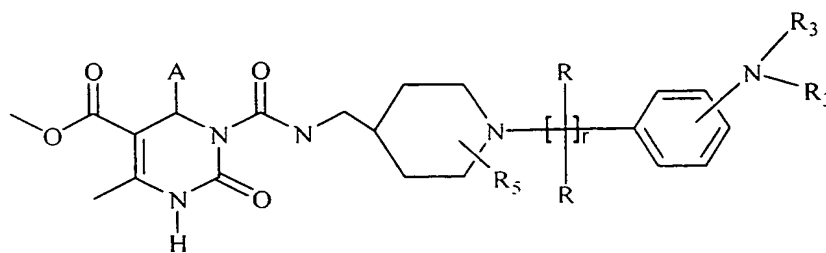
14. The compound of claim 1, having the structure:



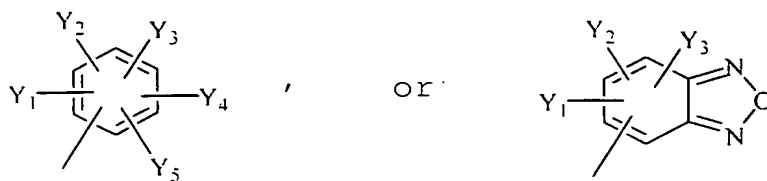
15. The compound of claim 14, having the structure:



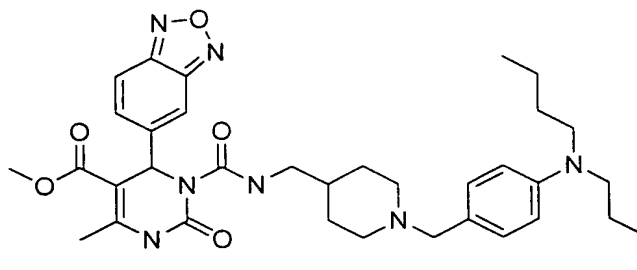
16. The compound of claim 15 having the structure:



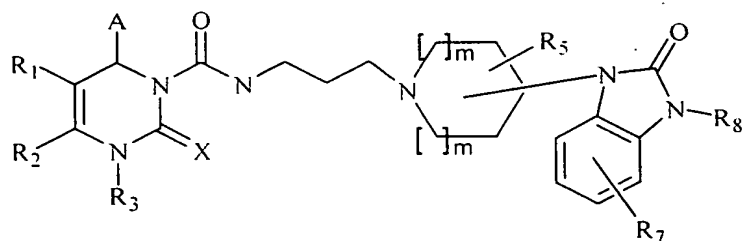
17. The compound of claim 16 wherein A is



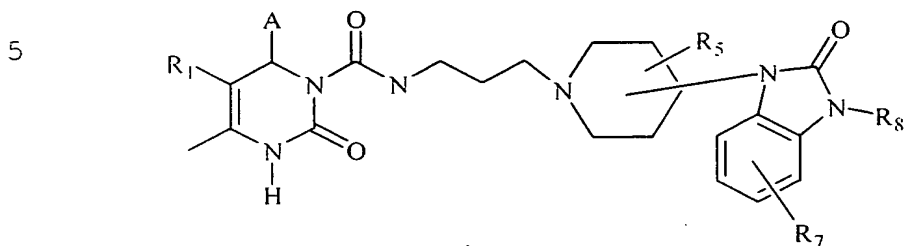
18. The compound of claim 17 having the structure:



19. The compound of claim 1 having the structure:

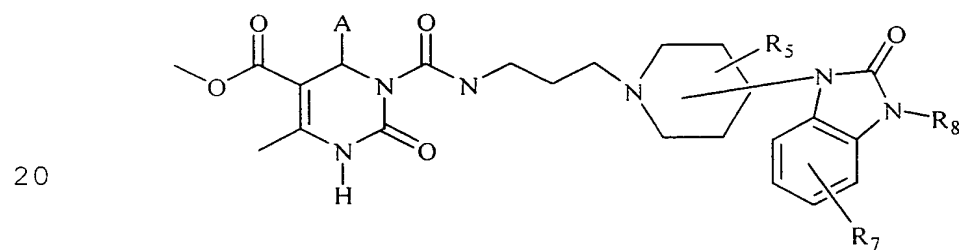


20. The compound of claim 19 having the structure:



21. The compound of claim 20 having the structure:

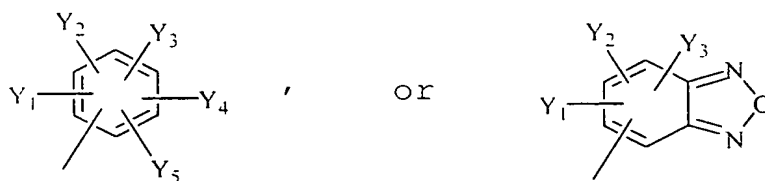
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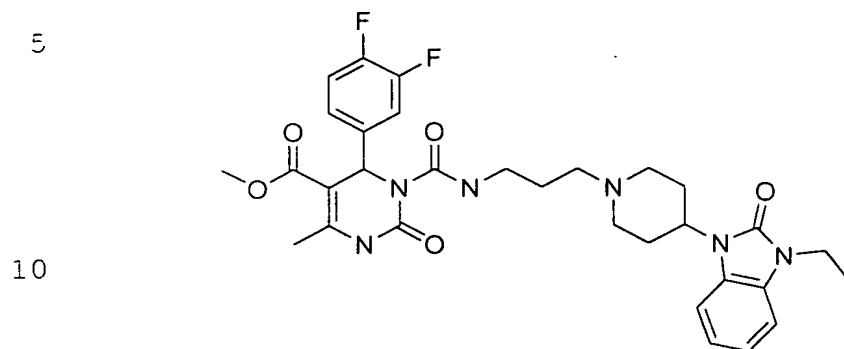
25

22. The compound of claim 21 wherein A is

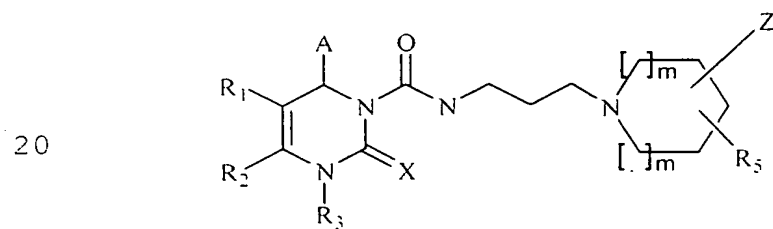
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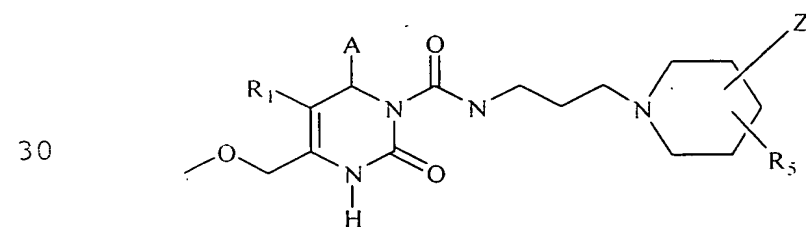
23. The compound of claim 22 having the structure



15 24. The compound of claim 1 having the structure:



25 25. The compound of claim 24 having the structure:

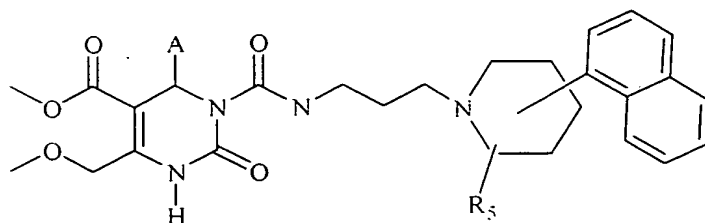




26. The compound of claim 25 having the structure:

5

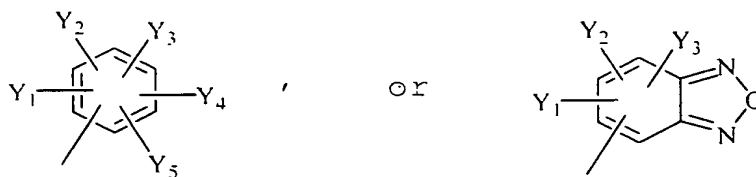
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27. The compound of claim 26 wherein A is

15

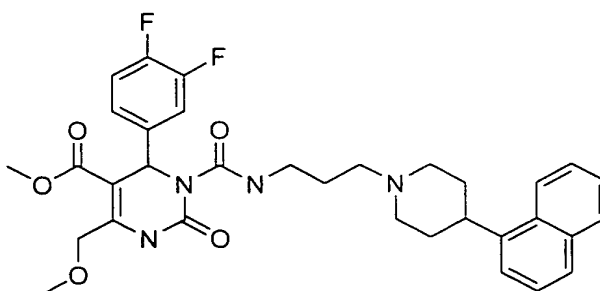
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28. The compound of claim 27 having the structure:

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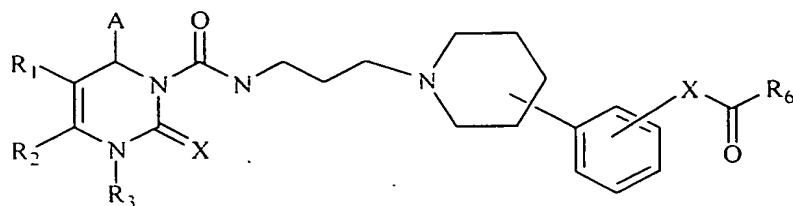
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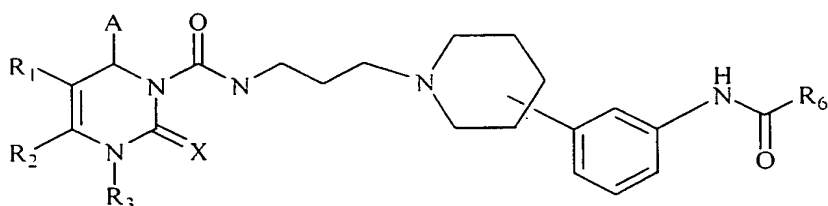
35

29. The compound of claim 1, wherein the compound is (+)-1,2,3,6-tetrahydro-1-{n-[4-(3,-acetamido)-phenyl]-piperidin-1-yl}propyl}carboxamido-4-methoxymethyl-6-(3,4-difluoro-phenyl)-2-oxypyrimidine-5-carboxylic acid methyl ester.

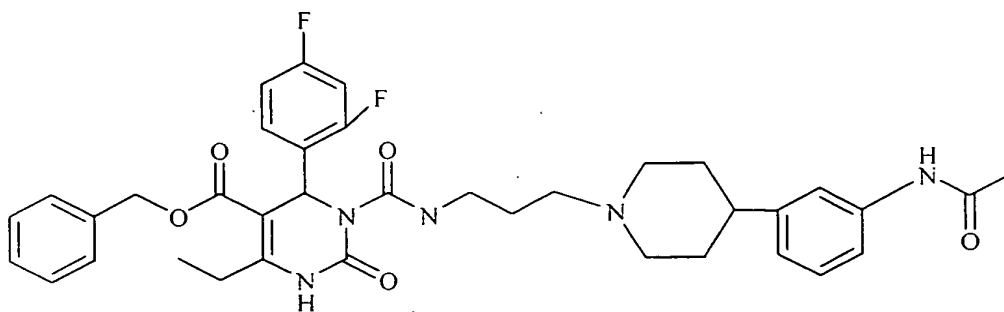
30. The compound of claim 4 having the structure:



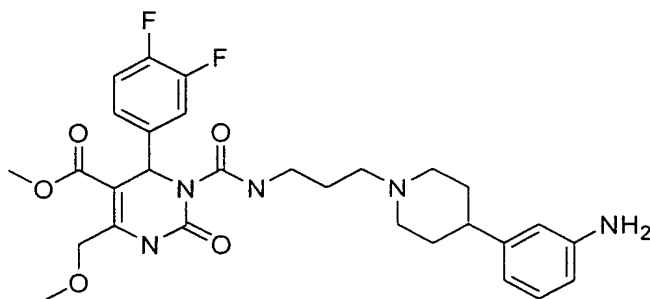
31. The compound of claim 30 having the structure:



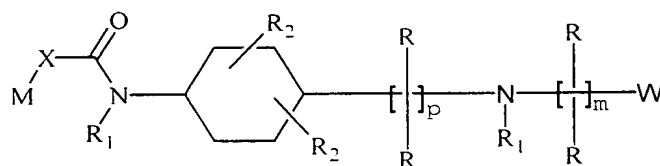
32. The compound of claim 31 having the structure:



33. A compound having the structure:



34. A compound having the structure:



wherein each R is independently -H; -F; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -SR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -OR<sub>3</sub>;

wherein each R<sub>1</sub> is independently -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

wherein each R<sub>2</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub>

alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>; or aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein each R<sub>3</sub> is independently -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein M is aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein X is (CH<sub>2</sub>)<sub>n</sub>, O, S or NR<sub>3</sub>;

wherein W is

(a) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,

polyfluorocycloalkyl or cycloalkenyl  
optionally substituted with one or more  
COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>;  
-CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
(CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or  
carboxamidoalkyl; straight chained or  
branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub>  
cycloalkyl; or

(b) aryl or heteroaryl optionally substituted  
with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>;  
-CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
(CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or  
carboxamidoalkyl; straight chained or  
branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub>  
cycloalkyl;

wherein m is an integer from 0 to 4 inclusive;

wherein n is an integer from 0 to 6 inclusive;

wherein p is an integer from 1 to 4 inclusive;

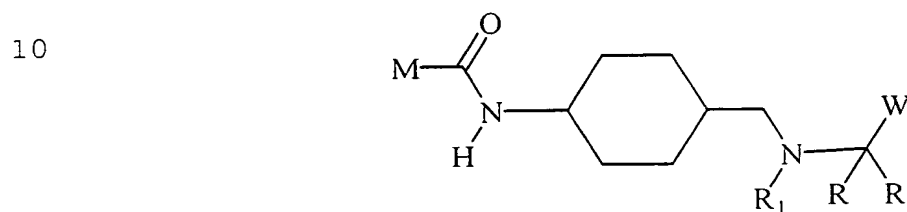
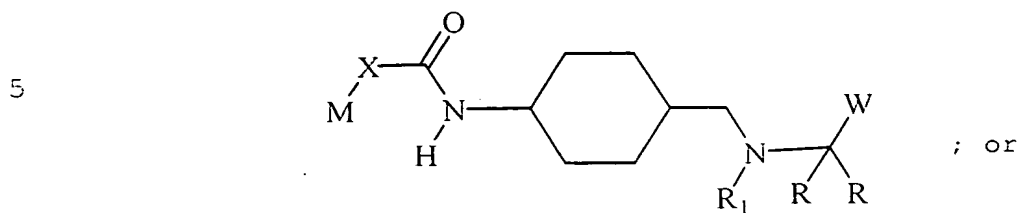
wherein q is an integer from 1 to 3 inclusive;

or a pharmaceutically acceptable salt thereof.

35. A (+) enantiomer of the compound of claim 34.

36. A (-) enantiomer of the compound of claim 34.

37. The compound of claim 34 having the structure:



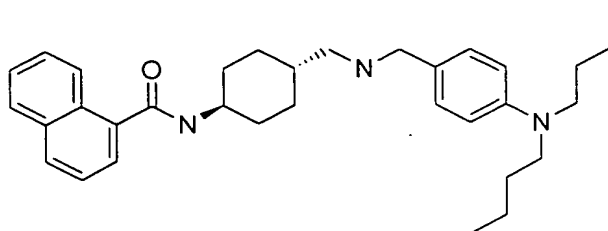
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38. The compound of claim 37, wherein W is phenyl optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; or (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>.

20

39. The compound of claim 38 having the structure

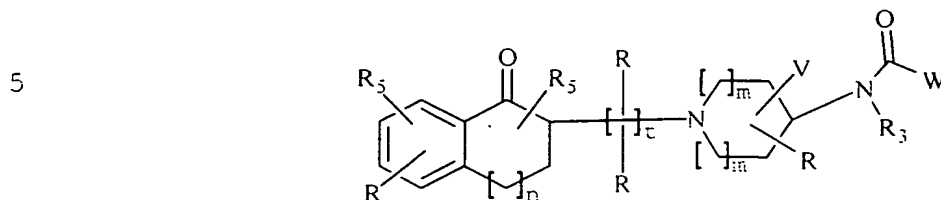
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40. A compound having the structure:



10 wherein each R is independently -H; -F; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -CO<sub>2</sub>R<sub>3</sub>; -OR<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

15 wherein each R<sub>1</sub> is independently -H; F; Cl; Br; I; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight chained or branched C<sub>1</sub>-C-alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-alkenyl or alkynyl; C<sub>3</sub>-C-cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, wherein the aryl or heteroaryl is optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

35 wherein each R<sub>3</sub> is independently -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-

alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl;

5 wherein R<sub>5</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>1</sub>-C-  
alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
10 cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>;  
-CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, wherein the aryl or  
heteroaryl is optionally substituted with one or  
more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
-N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight  
15 chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl;

20 wherein V is H; aryl or heteroaryl, optionally  
substituted with one or more F; Cl; Br; I; COR<sub>3</sub>;  
CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
(CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or branched C<sub>1</sub>-  
25 C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl,  
aminoalkyl, or carboxamidoalkyl; straight chained or  
branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub>  
cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl;

30 wherein W is

(a) C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl  
35 optionally substituted with one or more



COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>;  
-OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl,  
monofluoroalkyl, polyfluoroalkyl,  
aminoalkyl, or carboxamidoalkyl; straight  
chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C-  
alkynyl; C<sub>3</sub>-C- cycloalkyl; or

(b) aryl or heteroaryl optionally substituted  
with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>;  
-CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
(CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or  
carboxamidoalkyl; straight chained or  
branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub>  
cycloalkyl;

wherein each m is independently an integer from 0 to  
3 inclusive;

wherein n is an integer from 0 to 2 inclusive;

wherein p is an integer from 1 to 7 inclusive;

wherein q is an integer from 1 to 3 inclusive;

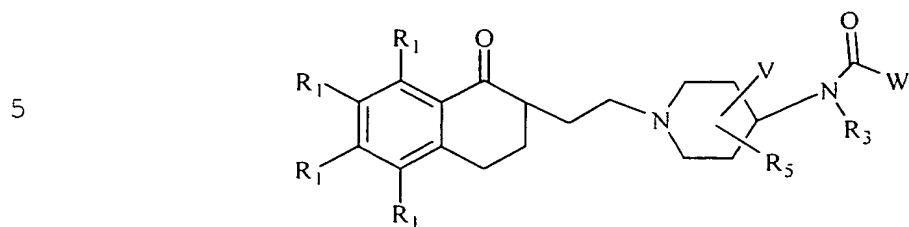
wherein t is an integer from 2 to 6 inclusive;

or a pharmaceutically acceptable salt thereof.

41. A (+) enantiomer of the compound of claim 40.

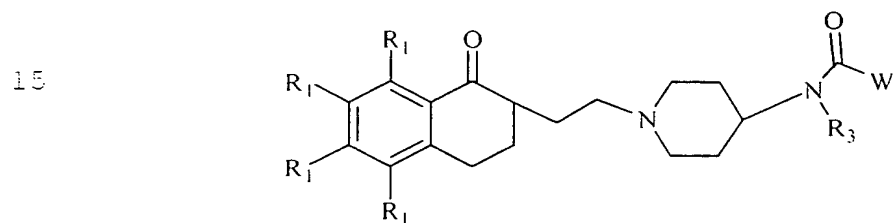
42. A (-) enantiomer of the compound of claim 40.

43. The compound of claim 40 having the structure:



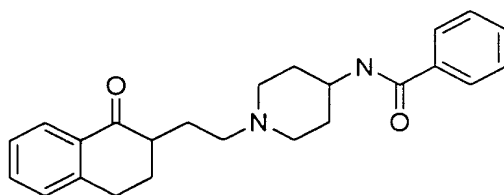
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44. The compound of claim 43 having the structure

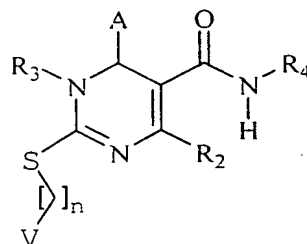
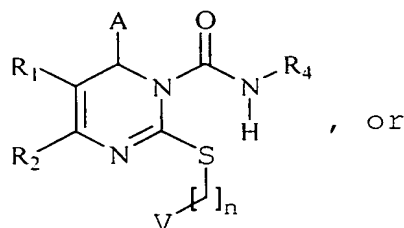
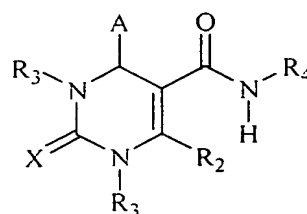
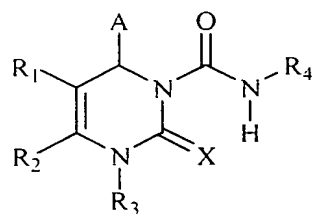


45. A compound of claim 43 wherein W is phenyl  
optionally substituted with one or more F; Cl; Br;  
I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
-SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; or straight chained or  
5 branched C<sub>1</sub>-C<sub>7</sub> alkyl groups.

46. A compound of claim 45 having the structure

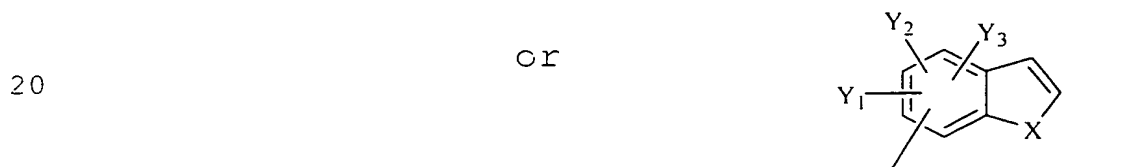
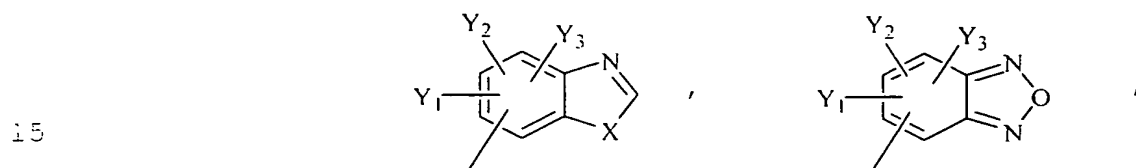
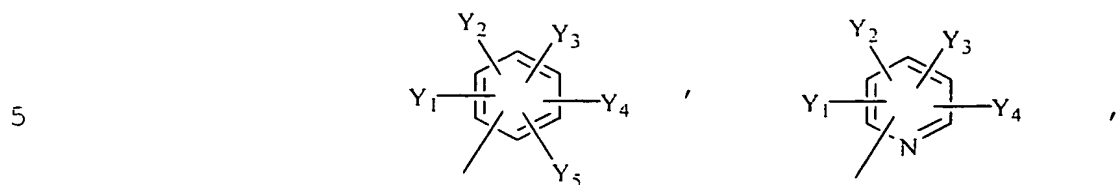


47. A method of modifying feeding behavior of a subject which comprises administering to the subject an amount of a compound effective to decrease the consumption of food by the subject wherein the compound has the structure:having the structure:



or

wherein A is



wherein each of Y<sub>1</sub>, Y<sub>2</sub>, Y<sub>3</sub>, Y<sub>4</sub> and Y<sub>5</sub> is independently  
 -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl,  
 monofluoroalkyl or polyfluoroalkyl; straight chained  
 or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub>  
 cycloalkyl, monofluorocycloalkyl,  
 polyfluorocycloalkyl or cycloalkenyl; -F, -Cl, -Br,  
 or -I; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; -OR<sub>3</sub>, -OCOR<sub>3</sub>, -COR<sub>3</sub>, -CON(R<sub>3</sub>)<sub>2</sub>,  
 or -COOR<sub>3</sub>; or any two of Y<sub>1</sub>, Y<sub>2</sub>, Y<sub>3</sub>, Y<sub>4</sub> and Y<sub>5</sub> present  
 on adjacent carbon atoms can constitute a  
 methylenedioxy group;

wherein each X is independently S; O; or NR<sub>3</sub>;

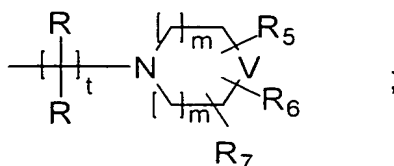
wherein  $R_1$  is  $-H$ ;  $-NO_2$ ;  $-CN$ ; straight chained or  
 branched  $C_1-C_7$  alkyl, monofluoroalkyl or  
 polyfluoroalkyl; straight chained or branched  $C_2-C_7$   
 alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl,  
 monofluorocycloalkyl, polyfluorocycloalkyl or  
 cycloalkenyl;  $-N(R_3)_2$ ;  $-OR_3$ ;  $-(CH_2)_pOR_3$ ;  $-COR_3$ ;  $-CO_2R_3$ ;  
 $-CON(R_3)_2$ ; or  $-CO_2(CH_2)_nV$ ;

wherein  $R_2$  is  $-H$ ; straight chained or branched  $C_1-C_7$   
 alkyl, hydroxyalkyl, alkoxyalkyl, aminoalkyl,  
 monofluoroalkyl or polyfluoroalkyl; straight chained  
 or branched  $C_2-C_7$  alkenyl or alkynyl;  $C_3-C_7$   
 cycloalkyl, monofluorocycloalkyl,  
 polyfluorocycloalkyl or cycloalkenyl;  $C_3-C_{10}$   
 cycloalkyl- $C_1-C_{10}$ -alkyl,  $C_3-C_{10}$  cycloalkyl- $C_1-C_{10}$ -  
 monofluoroalkyl or  $C_3-C_{10}$  cycloalkyl- $C_1-C_{10}$ -  
 polyfluoroalkyl;  $-CN$ ;  $-CH_2XR_3$ ,  $-CH_2X(CH_2)_pNHR_3$ ,  
 $-(CH_2)_nNHR_3$ ,  $-CH_2X(CH_2)_pN(R_3)_2$ ,  $-CH_2X(CH_2)_pN_3$ , or  
 $-CH_2X(CH_2)_pNHCXR_5$ ;  $-OR_3$ ; or wherein  $R_1$  and  $R_2$  together  
 form a lactone ring;

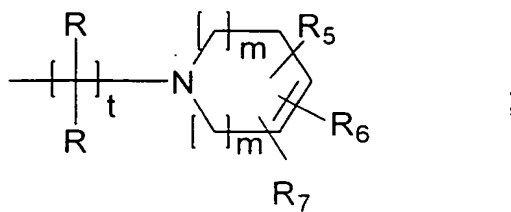
wherein each  $R_3$  is independently  $-H$ ; straight chained  
 or branched  $C_1-C_7$  alkyl, monofluoroalkyl or  
 polyfluoroalkyl; straight chained or branched  $C_2-C_7$   
 alkenyl or alkynyl;  $C_3-C_7$  cycloalkyl,  
 monofluorocycloalkyl, polyfluorocycloalkyl or  
 cycloalkenyl;

wherein  $R_4$  is

(i)

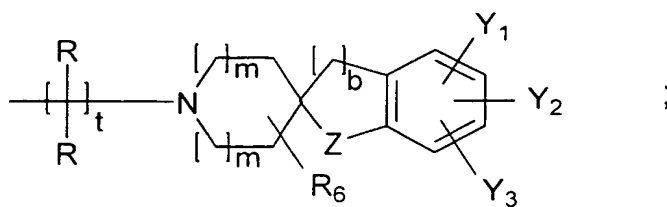


(ii)



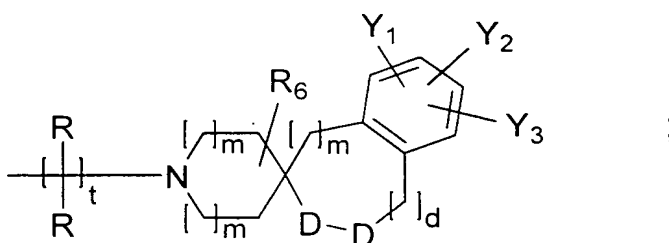
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(iii)



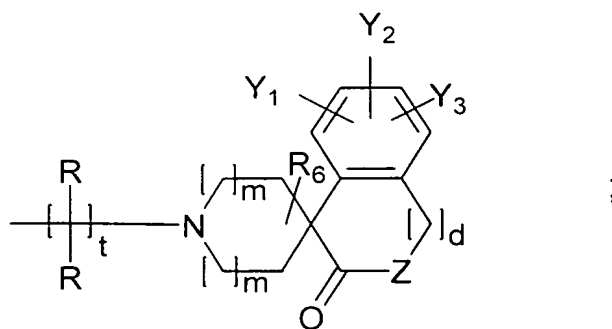
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(iv)



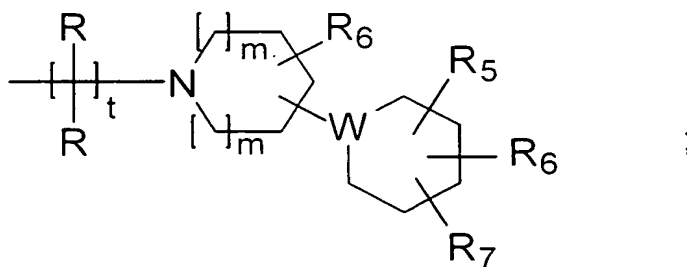
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(v)



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(vi)



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wherein each R is independently -H; -F; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-  
alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -CO<sub>2</sub>R<sub>3</sub>; -OR<sub>3</sub>;  
5 or -CN(R<sub>3</sub>)<sub>2</sub>;

wherein B is N or CY<sub>4</sub>;

wherein each D is independently C(R<sub>3</sub>)<sub>2</sub>; O; S; NR<sub>2</sub>;  
10 CO; or CS;

wherein each U is independently aryl or heteroaryl,  
optionally substituted with one or more F; Cl; Br;  
I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
15 -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
20 polyfluorocycloalkyl or cycloalkenyl;

wherein V is C(R<sub>5</sub>)<sub>2</sub>; CR<sub>5</sub>R<sub>6</sub>; NR<sub>5</sub> or NR<sub>6</sub>;

wherein W is CR<sub>5</sub>; CR<sub>6</sub> or N;

25 wherein Z is S; O; C(R<sub>3</sub>)<sub>2</sub>; or NR<sub>3</sub>;

wherein each R<sub>5</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub>  
alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>;  
or -CON(R<sub>3</sub>)<sub>2</sub>; -XCOR<sub>8</sub>; or aryl or heteroaryl, wherein  
35 the aryl or heteroaryl is optionally substituted

with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl;  
5 straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein each R<sub>6</sub> is independently -H; straight chained  
10 or branched C<sub>1</sub>-C<sub>7</sub> alkyl, hydroxyalkyl, aminoalkyl, alkoxyalkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
15 -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

wherein R<sub>7</sub> is -H; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
20 (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
25 polyfluorocycloalkyl or cycloalkenyl;

wherein R<sub>8</sub> is -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
30 polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
35 -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight

chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl;

wherein b is 1 or 2;

wherein d is an integer from 0 to 2 inclusive;

wherein each m is independently an integer from 0 to  
3 inclusive;

wherein each n is independently an integer from 0 to  
5 inclusive;

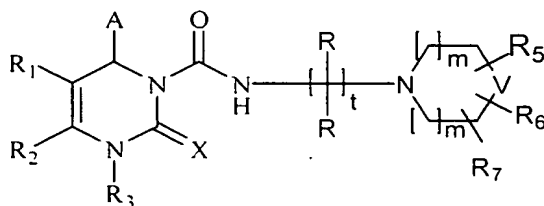
wherein each p is independently an integer from 1 to  
7 inclusive;

wherein q is an integer from 1 to 3 inclusive;

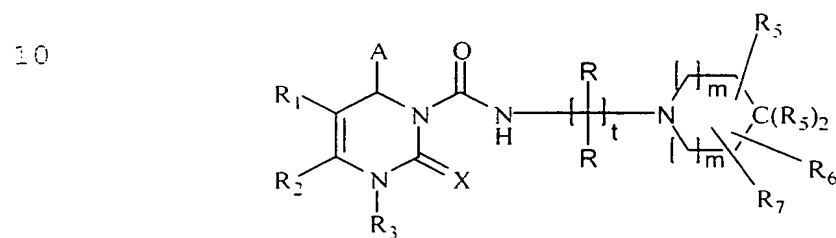
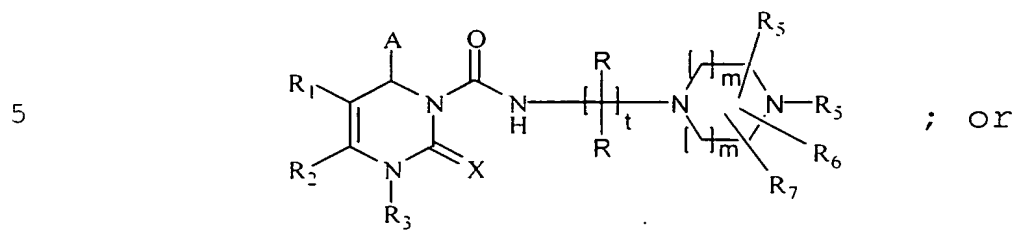
wherein t is an integer from 2 to 6 inclusive;

or a pharmaceutically acceptable salt thereof.

48. The method of claim 47, wherein the compound has the  
structure



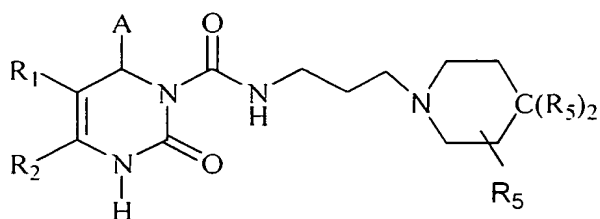
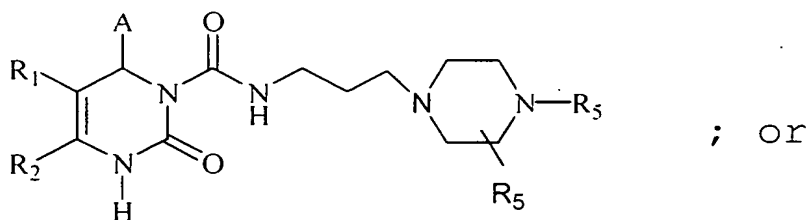
49. The method of claim 48, wherein the compound has the structure



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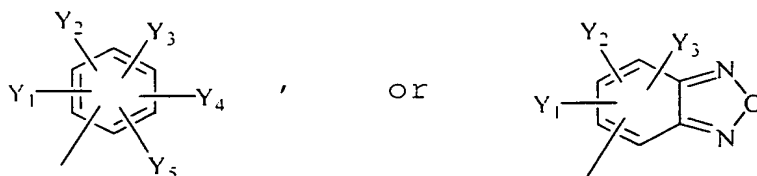
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50. The method of claim 49, wherein the compound has the structure



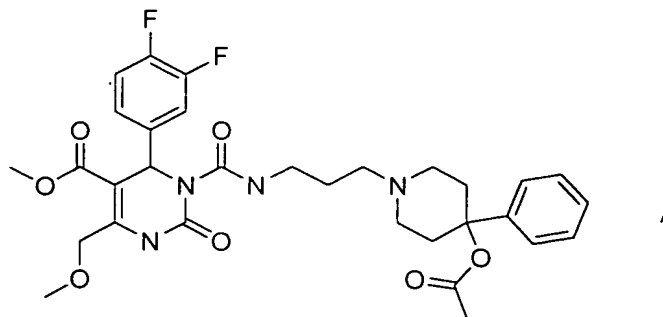
51. The method of claim 50, wherein at least one  $R_5$  group is an aryl or heteroaryl group optionally substituted with one or more F; Cl; Br; I;  $-\text{NO}_2$ ;  $-\text{N}(\text{R}_3)_2$ ;  $-\text{OR}_3$ ;  $-\text{XCOR}_8$ ; or straight chained or branched  $\text{C}_1$ - $\text{C}_7$  alkyl.

52. The method of claim 51, wherein A is:

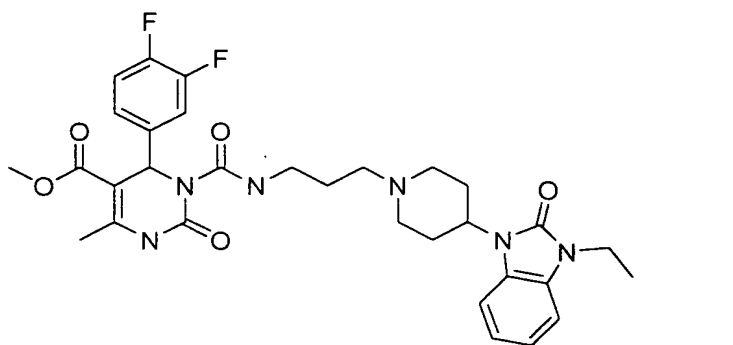


53. The method of claim 52, wherein the compound is selected from the group consisting of:

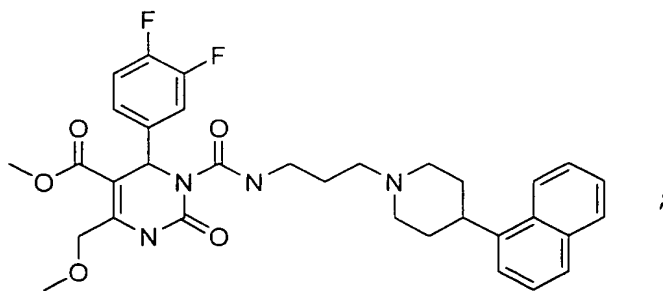
(a)



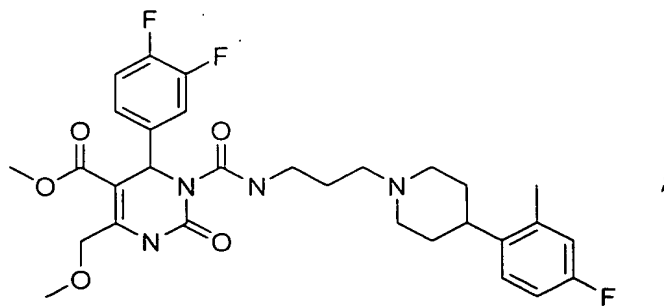
(b)



(c)



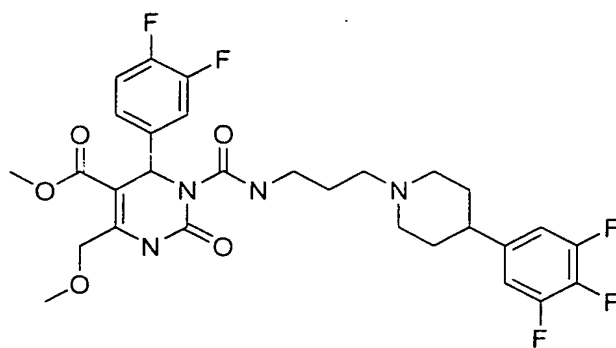
(d)



(e)

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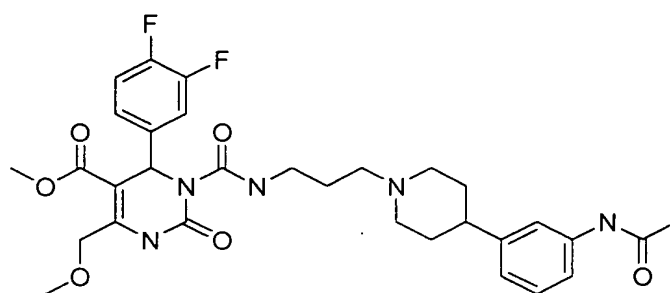


; and

(f)

15

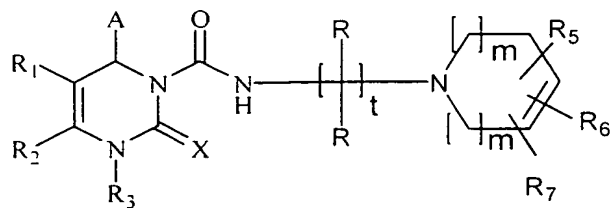
20



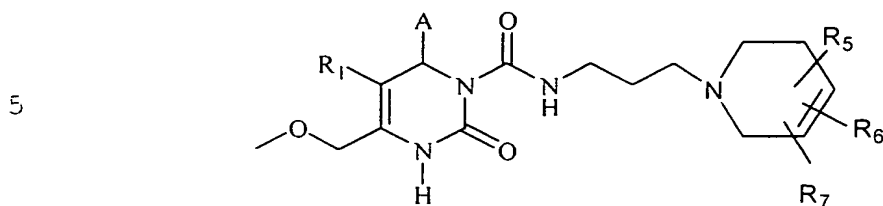
54. The method of claim 47, wherein the compound has the structure

25

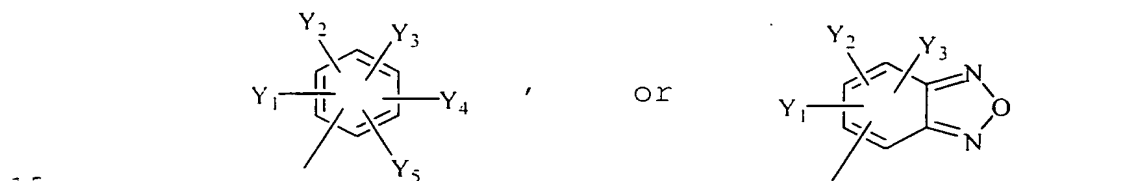
30



55. The method of claim 54, wherein the compound has the structure

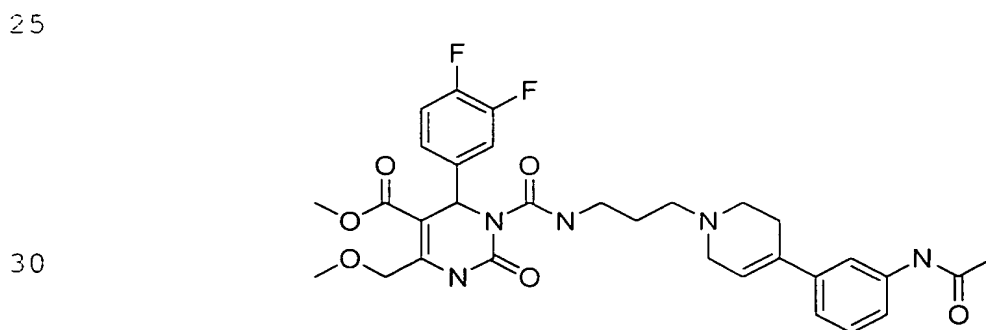


- 10 56. The method of claim 55, wherein A is



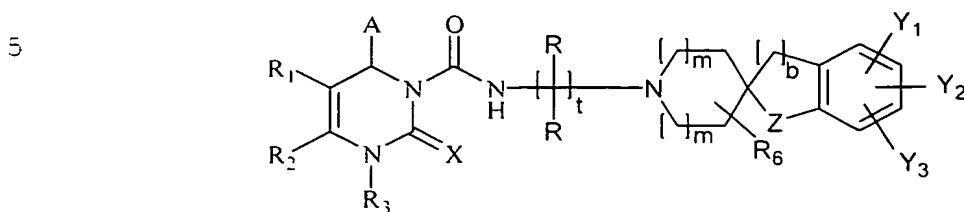
20 and R<sub>7</sub> is phenyl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; or straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl.

57. The method of claim 56, wherein the compound has the structure

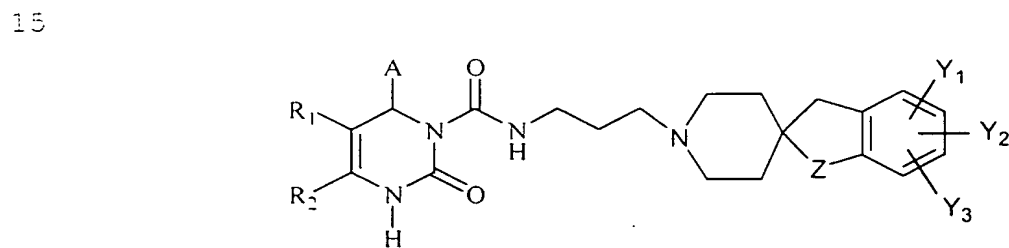




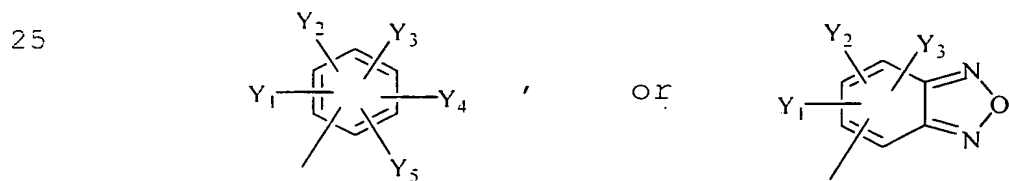
58. The method of claim 47, wherein the compound has the structure



59. The method of claim 58, wherein the compound has the structure

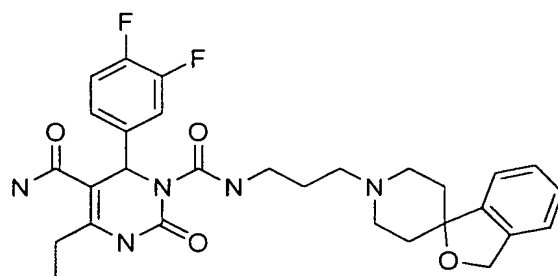
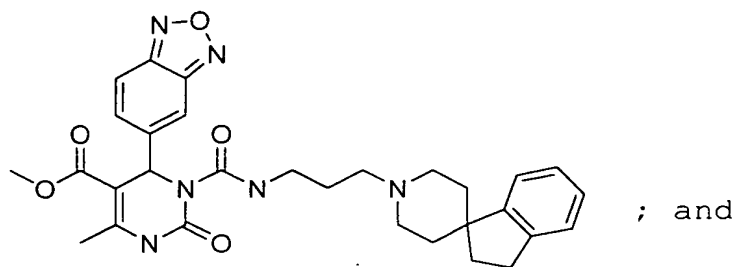
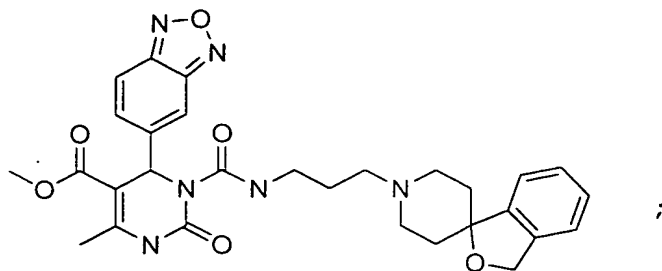


60. The method of claim 59, wherein A is

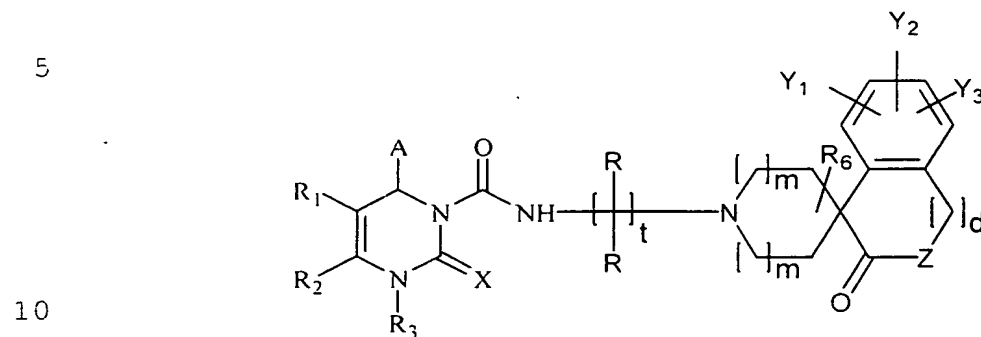


and Z is O or CH<sub>2</sub>.

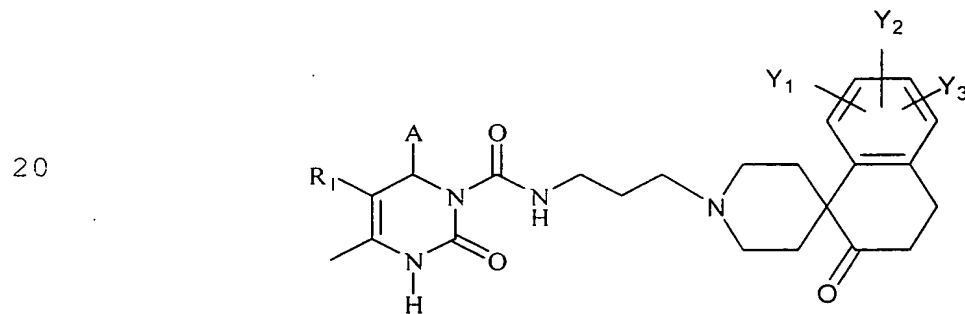
61. The method of claim 60, wherein the compound is selected from the group consisting of



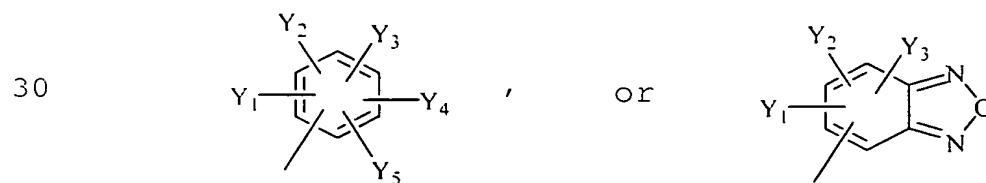
62. The method of claim 47, wherein the compound has the structure



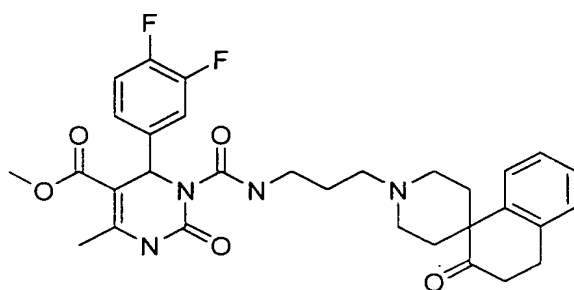
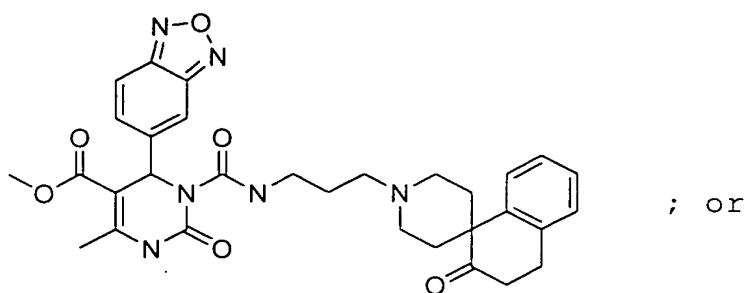
63. The method of claim 62, wherein the compound has the structure
- 15



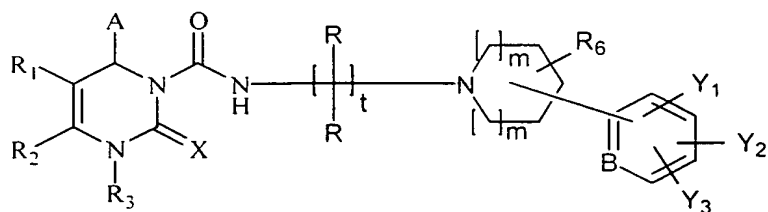
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64. The method of claim 63, wherein A is



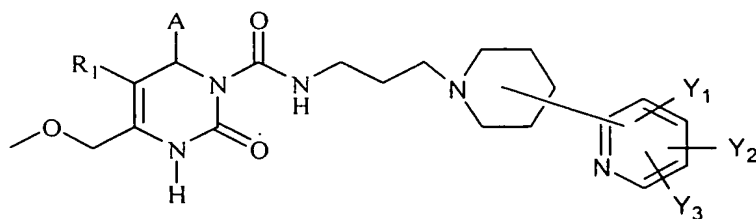
65. The method of claim 64, wherein the compound is



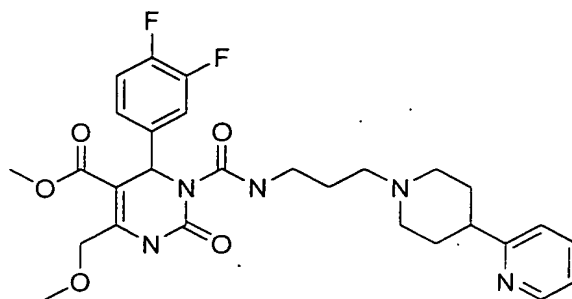
66. The method of claim 47, wherein the compound has the structure



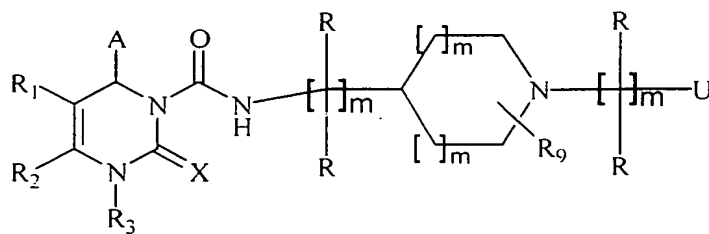
67. The method of claim 66, wherein the compound has the structure



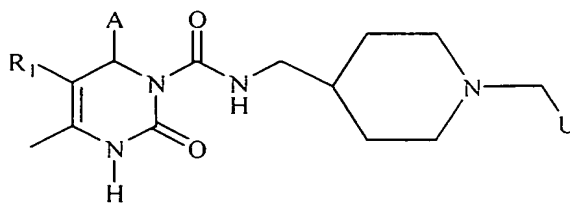
68. The method of claim 67, wherein the compound has the structure



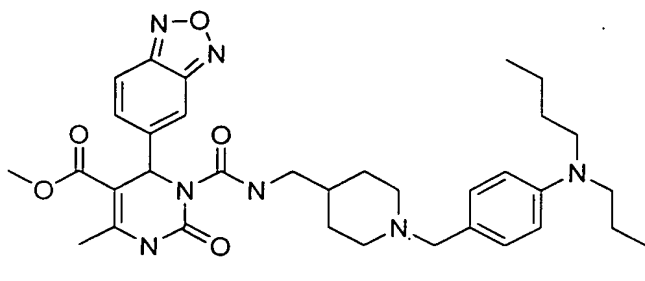
69. The method of claim 47, wherein the compound has the structure



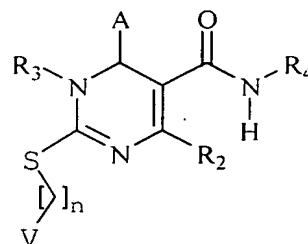
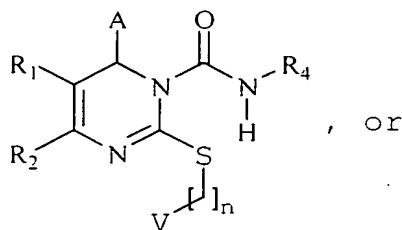
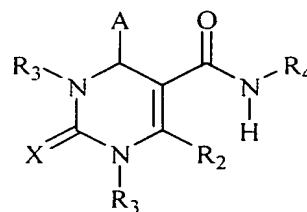
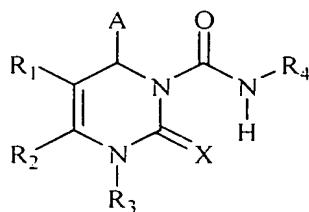
70. The method of claim 69, wherein the compound has the structure



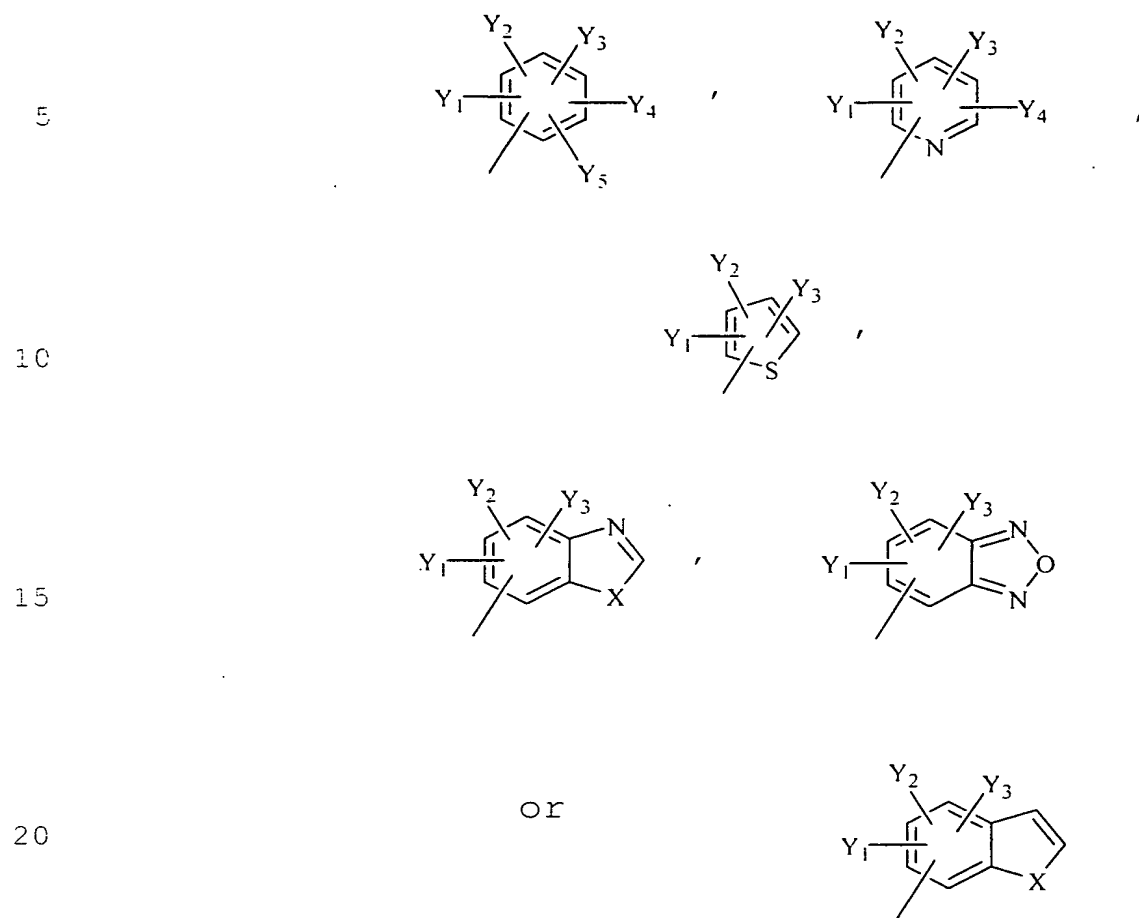
71. The method of claim 70, wherein the compound has the structure



72. A method of reducing the body mass of a subject which comprises administering to the subject an amount of a compound effective to reduce the body mass of the subject wherein the compound has the structure:



wherein A is



wherein each of  $Y_1$ ,  $Y_2$ ,  $Y_3$ ,  $Y_4$  and  $Y_5$  is independently  
 -H; straight chained or branched  $C_1$ - $C_7$  alkyl,  
 monofluoroalkyl or polyfluoroalkyl; straight chained  
 or branched  $C_2$ - $C_7$  alkenyl or alkynyl;  $C_3$ - $C_7$   
 cycloalkyl, monofluorocycloalkyl,  
 polyfluorocycloalkyl or cycloalkenyl; -F, -Cl, -Br,  
 or -I; - $NO_2$ ; - $N_3$ ; -CN; - $OR_3$ , - $OCOR_3$ , - $COR_3$ , - $CON(R_3)_2$ ,  
 or - $COOR_3$ ; or any two of  $Y_1$ ,  $Y_2$ ,  $Y_3$ ,  $Y_4$  and  $Y_5$  present  
 on adjacent carbon atoms can constitute a  
 methylenedioxy group;

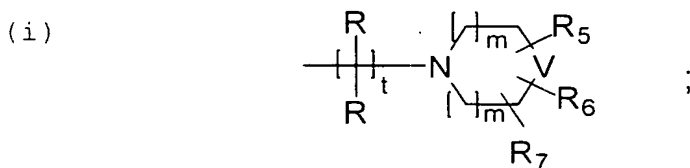
wherein each X is independently S; O; or  $NR_3$ ;

wherein  $R_1$  is -H; -NO<sub>2</sub>; -CN; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; or -CO<sub>2</sub>(CH<sub>2</sub>)<sub>n</sub>V;

wherein  $R_2$  is -H; straight chained or branched C<sub>1</sub>-C-alkyl, hydroxyalkyl, alkoxyalkyl, aminoalkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; C<sub>3</sub>-C<sub>10</sub> cycloalkyl-C<sub>1</sub>-C<sub>10</sub>-alkyl, C<sub>3</sub>-C<sub>10</sub> cycloalkyl-C<sub>1</sub>-C<sub>10</sub>-monofluoroalkyl or C<sub>3</sub>-C<sub>10</sub> cycloalkyl-C<sub>1</sub>-C<sub>10</sub>-polyfluoroalkyl; -CN; -CH<sub>2</sub>XR<sub>3</sub>, -CH<sub>2</sub>X(CH<sub>2</sub>)<sub>p</sub>NHR<sub>3</sub>, -(CH<sub>2</sub>)<sub>n</sub>NHR<sub>3</sub>, -CH<sub>2</sub>X(CH<sub>2</sub>)<sub>p</sub>N(R<sub>3</sub>)<sub>2</sub>, -CH<sub>2</sub>X(CH<sub>2</sub>)<sub>p</sub>N<sub>3</sub>, or -CH<sub>2</sub>X(CH<sub>2</sub>)<sub>p</sub>NHCXR<sub>5</sub>; -OR<sub>3</sub>; or wherein  $R_1$  and  $R_2$  together form a lactone ring;

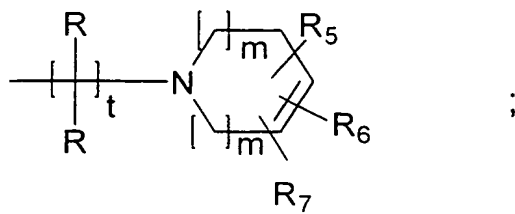
wherein each  $R_3$  is independently -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein  $R_4$  is



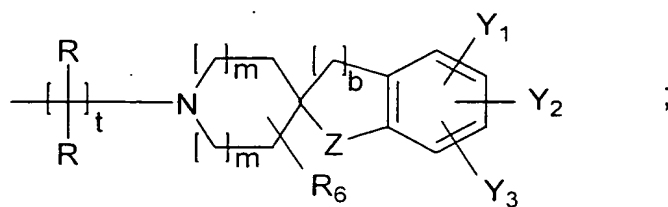


(ii)



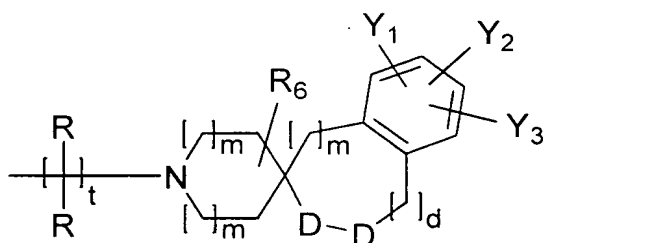
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(iii)



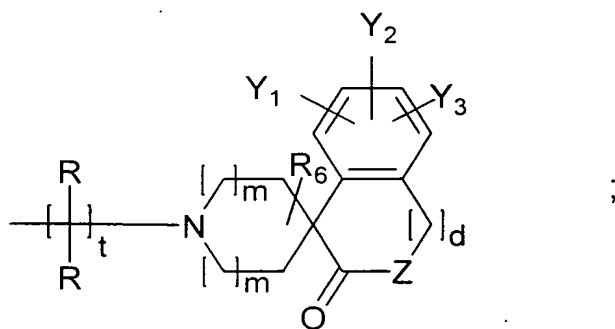
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(iv)



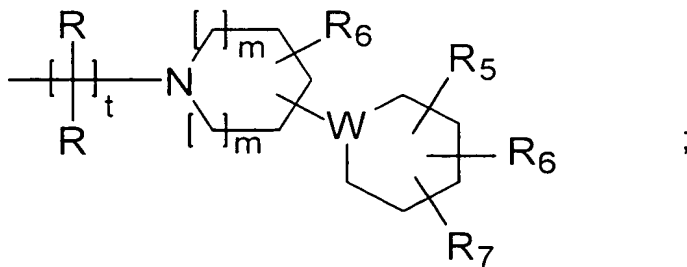
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(v)



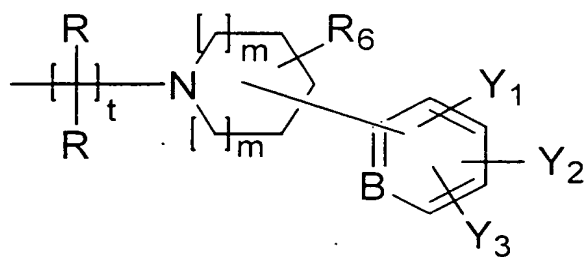
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(vi)

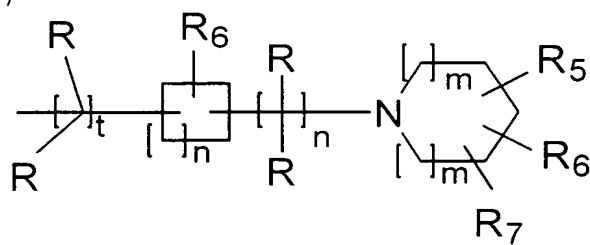


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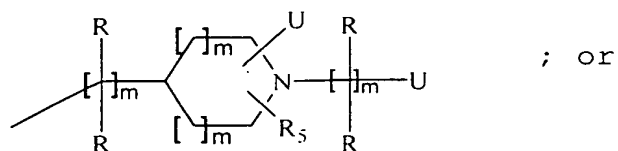
(vii)



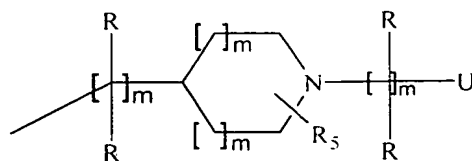
(viii)



(ix)



(x)



wherein each R is independently -H; -F; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-  
alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -CO<sub>2</sub>R<sub>3</sub>; -OR<sub>3</sub>;  
5 or -CN(R<sub>3</sub>)<sub>2</sub>;

wherein B is N or CY<sub>4</sub>;

wherein each D is independently C(R<sub>3</sub>)<sub>2</sub>; O; S; NR<sub>3</sub>;  
10 CO; or CS;

wherein each U is independently aryl or heteroaryl,  
optionally substituted with one or more F; Cl; Br;  
I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
15 -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
20 polyfluorocycloalkyl or cycloalkenyl;

wherein V is C(R<sub>5</sub>)<sub>2</sub>; CR<sub>5</sub>R<sub>6</sub>; NR<sub>5</sub> or NR<sub>6</sub>;

wherein W is CR<sub>5</sub>; CR<sub>6</sub> or N;

wherein Z is S; O; C(R<sub>3</sub>)<sub>2</sub>; or NR<sub>3</sub>;

wherein each R<sub>5</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub>  
alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>;  
or -CON(R<sub>3</sub>)<sub>2</sub>; -XCOR<sub>8</sub>; or aryl or heteroaryl, wherein  
35 the aryl or heteroaryl is optionally substituted

with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl;  
5 straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C-alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein each R<sub>6</sub> is independently -H; straight chained  
10 or branched C<sub>1</sub>-C<sub>7</sub> alkyl, hydroxyalkyl, aminoalkyl, alkoxyalkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
15 -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

wherein R<sub>7</sub> is -H; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
20 (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
25 polyfluorocycloalkyl or cycloalkenyl;

wherein R<sub>8</sub> is -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
30 polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
35 -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight

chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C-  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
5 polyfluorocycloalkyl or cycloalkenyl;

wherein b is 1 or 2;

wherein d is an integer from 0 to 2 inclusive;

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wherein each m is independently an integer from 0 to  
3 inclusive;

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wherein each n is independently an integer from 0 to  
5 inclusive;

wherein each p is independently an integer from 1 to  
7 inclusive;

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wherein q is an integer from 1 to 3 inclusive;

wherein t is an integer from 2 to 6 inclusive;

or a pharmaceutically acceptable salt thereof.

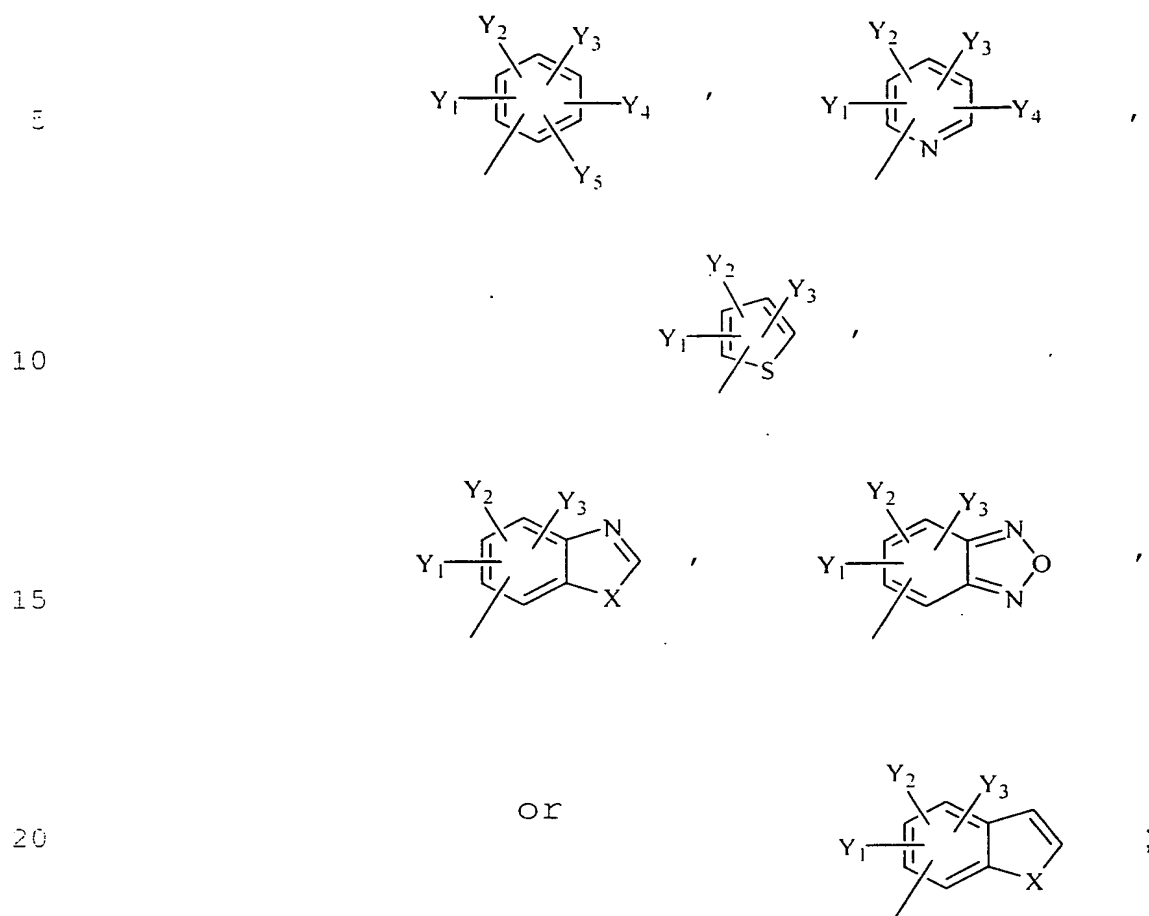
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5



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wherein A is



wherein each of  $Y_1$ ,  $Y_2$ ,  $Y_3$ ,  $Y_4$  and  $Y_5$  is independently  
 -H; straight chained or branched  $C_1$ - $C_7$  alkyl,  
 monofluoroalkyl or polyfluoroalkyl; straight chained  
 or branched  $C_2$ - $C_7$  alkenyl or alkynyl;  $C_3$ - $C_7$   
 cycloalkyl, monofluorocycloalkyl,  
 polyfluorocycloalkyl or cycloalkenyl; -F, -Cl, -Br,  
 or -I; - $NO_2$ ; - $N_3$ ; -CN; - $OR_3$ , - $OCOR_3$ , - $COR_3$ , - $CON(R_3)_2$ ,  
 or - $COOR_3$ ; or any two of  $Y_1$ ,  $Y_2$ ,  $Y_3$ ,  $Y_4$  and  $Y_5$  present  
 on adjacent carbon atoms can constitute a  
 methylenedioxy group;

wherein each X is independently S; O; or  $NR_3$ ;

(5)

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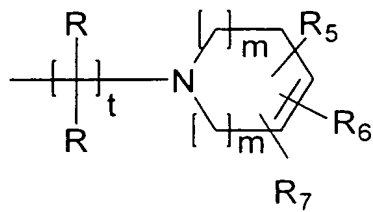
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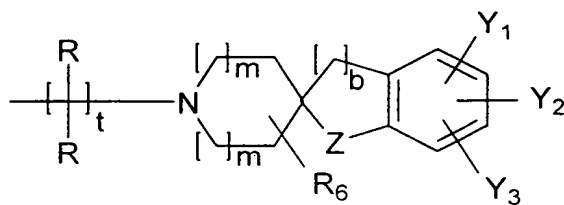


(ii)



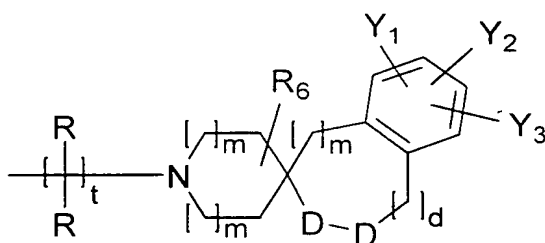
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(iii)



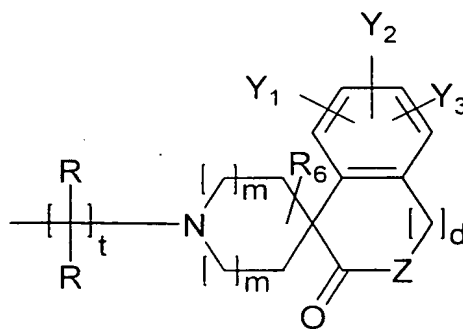
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(iv)



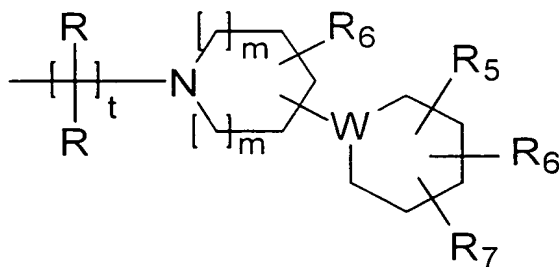
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(v)



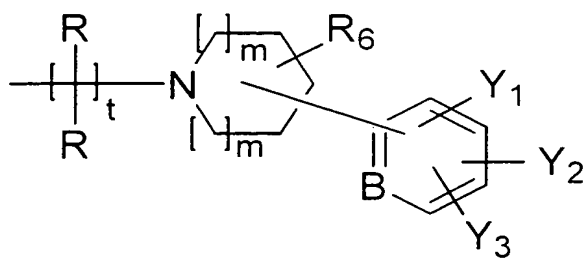
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(vi)

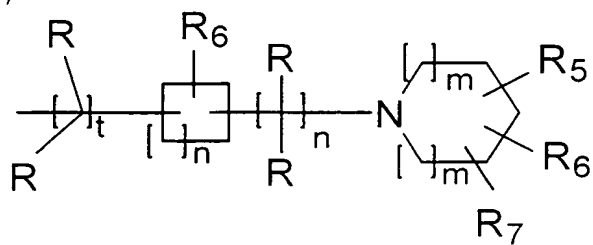


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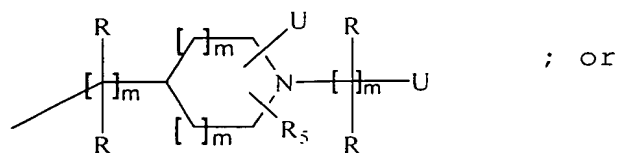
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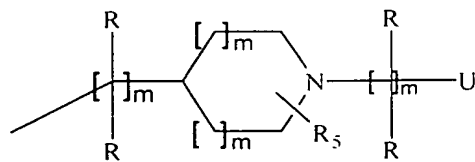
(viii)



(ix)



(x)



wherein each R is independently -H; -F; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C-  
alkenyl or alkynyl; -N(R<sub>3</sub>)<sub>2</sub>; -NO<sub>2</sub>; -CN; -CO<sub>2</sub>R<sub>3</sub>; -OR<sub>3</sub>;  
or -CN(R<sub>3</sub>)<sub>2</sub>;

wherein B is N or CY<sub>4</sub>;

wherein each D is independently C(R<sub>3</sub>)<sub>2</sub>; O; S; NR<sub>3</sub>;  
CO; or CS;

wherein each U is independently aryl or heteroaryl,  
optionally substituted with one or more F; Cl; Br;  
I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
-SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight chained or  
branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub>  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
polyfluorocycloalkyl or cycloalkenyl;

wherein V is C(R<sub>5</sub>)<sub>2</sub>; CR<sub>5</sub>R<sub>6</sub>; NR<sub>5</sub> or NR<sub>6</sub>;

wherein W is CR<sub>5</sub>; CR<sub>6</sub> or N;

wherein Z is S; O; C(R<sub>3</sub>)<sub>2</sub>; or NR<sub>3</sub>;

wherein each R<sub>5</sub> is -H; -NO<sub>2</sub>; -N<sub>3</sub>; -CN; straight  
chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or  
polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub>  
alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl,  
monofluorocycloalkyl, polyfluorocycloalkyl or  
cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>;  
or -CON(R<sub>3</sub>)<sub>2</sub>; -XCOR<sub>8</sub>; or aryl or heteroaryl, wherein  
the aryl or heteroaryl is optionally substituted

with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl;  
5 straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl;

wherein each R<sub>6</sub> is independently -H; straight chained  
10 or branched C<sub>1</sub>-C<sub>7</sub> alkyl, hydroxyalkyl, aminoalkyl, alkoxyalkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl, polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>;  
15 -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>;

wherein R<sub>7</sub> is -H; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>;  
20 (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; -XCOR<sub>8</sub>; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl, polyfluoroalkyl, or aminoalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C<sub>7</sub> alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
25 polyfluorocycloalkyl or cycloalkenyl;

wherein R<sub>8</sub> is -H; straight chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl or polyfluoroalkyl; straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl or alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
30 polyfluorocycloalkyl or cycloalkenyl; -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -(CH<sub>2</sub>)<sub>p</sub>OR<sub>3</sub>; -COR<sub>3</sub>; -CO<sub>2</sub>R<sub>3</sub>; or -CON(R<sub>3</sub>)<sub>2</sub>; aryl or heteroaryl, optionally substituted with one or more F; Cl; Br; I; COR<sub>3</sub>; CO<sub>2</sub>R<sub>3</sub>; -CON(R<sub>3</sub>)<sub>2</sub>; CN; -NO<sub>2</sub>;  
35 -N(R<sub>3</sub>)<sub>2</sub>; -OR<sub>3</sub>; -SR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>OR<sub>3</sub>; (CH<sub>2</sub>)<sub>q</sub>SR<sub>3</sub>; straight

chained or branched C<sub>1</sub>-C<sub>7</sub> alkyl, monofluoroalkyl,  
polyfluoroalkyl, aminoalkyl, or carboxamidoalkyl;  
straight chained or branched C<sub>2</sub>-C<sub>7</sub> alkenyl, C<sub>2</sub>-C-  
alkynyl; C<sub>3</sub>-C<sub>7</sub> cycloalkyl, monofluorocycloalkyl,  
5 polyfluorocycloalkyl or cycloalkenyl;

wherein b is 1 or 2;

wherein d is an integer from 0 to 2 inclusive;

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wherein each m is independently an integer from 0 to  
3 inclusive;

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wherein each n is independently an integer from 0 to  
5 inclusive;

wherein each p is independently an integer from 1 to  
7 inclusive;

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wherein q is an integer from 1 to 3 inclusive;

wherein t is an integer from 2 to 6 inclusive;

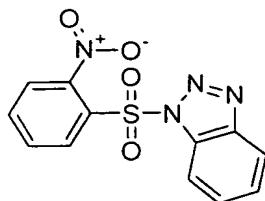
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or a pharmaceutically acceptable salt thereof.

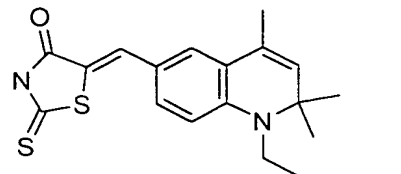
74. A method of modifying feeding behavior of a subject which comprises administering to the subject an amount of a compound effective to decrease the consumption of food by the subject wherein the compound is selected from the group consisting of:

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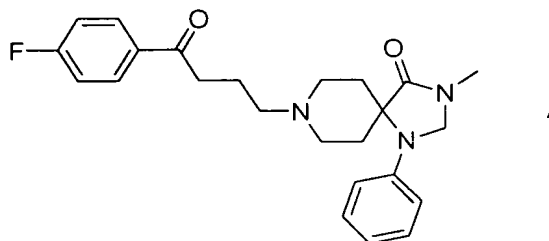
a)



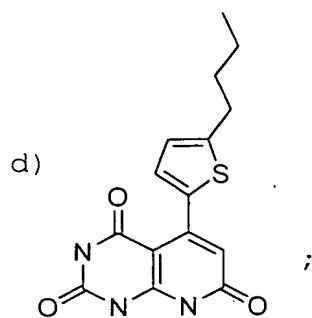
(b)



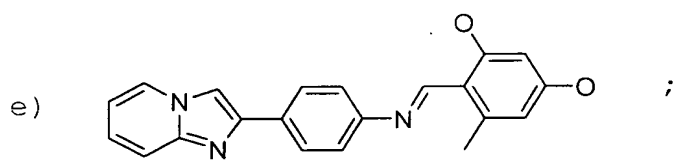
c)



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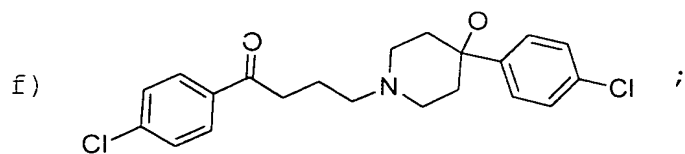


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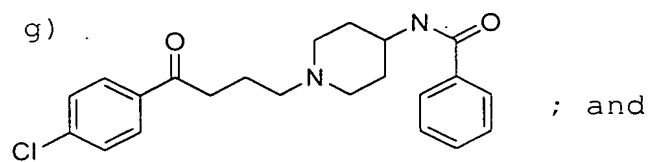


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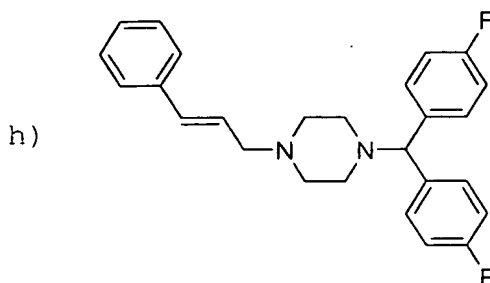


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75. A method of modifying feeding behavior of a subject  
10 which comprises administering to the subject an  
amount of a compound of claim 34 or 38 effective to  
decrease the consumption of food by the subject.
76. A method of treating a feeding disorder in a subject  
15 which comprises administering to the subject an  
amount of a compound of claim 1, 34 or 38 effective  
to decrease the consumption of food by the subject.
77. The method of claim 76, wherein the feeding disorder  
20 is bulimia, obesity or bulimia nervosa.
78. A method of reducing the body mass of a subject  
which comprises administering to the subject an  
amount of a compound of claim 34 or 38 effective to  
25 reduce the body mass of the subject.
79. A method of treating a subject suffering from  
depression and/or anxiety which comprises  
administering to the subject an amount of a compound  
30 of claim 34 or 38 effective to treat the subject's  
depression and/or anxiety.
80. The method of claim 47, 74, 75 or 76, wherein the  
subject is a vertebrate, a mammal, a human or a  
35 canine.



81. The method of claim 47, 74, 75 or 76, wherein the compound is administered in combination with food.
- 5 82. A pharmaceutical composition comprising a therapeutically effective amount of the compound of claim 1, 34 or 38 and a pharmaceutically acceptable carrier.
- 10 83. The pharmaceutical composition of claim 82 wherein the amount of the compound is from about 0.01 mg to about 500 mg.
- 15 84. The pharmaceutical composition of claim 83 wherein the amount of the compound is from about 0.1 mg to about 60 mg.
- 20 85. The pharmaceutical composition of claim 84 wherein the amount of the compound is from about 1 mg to about 20 mg.
- 25 86. The pharmaceutical composition of claim 82, wherein the carrier is a liquid and the composition is a solution.
- 30 87. The pharmaceutical composition of claim 82, wherein the carrier is a solid and the composition is a tablet.
- 35 88. The pharmaceutical composition of claim 82, wherein the carrier is a gel and the composition is a suppository.
89. A pharmaceutical composition made by combining a therapeutically effective amount of the compound of claim 1, 34 or 38 and a pharmaceutically acceptable carrier.

90. A process for making a pharmaceutical composition comprising combining a therapeutically effective amount of the compound of claim 1, 34 or 38 and a pharmaceutically acceptable carrier.